

The listing of claims will replace all prior versions, and listings, of claims in the application:

**Listing of Claims**

Claim 1 (canceled).

Claim 2 (currently amended): The method of Claim 14, wherein R<sup>15</sup> is selected from H, ~~optionally substituted pyrrolidinyl, optionally substituted piperazinyl, optionally substituted piperidinyl, morpholinyl, 1,2,3,6-tetrahydro-pyridinyl, (optionally substituted pyrrolidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkyl, (optionally substituted piperidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkyl, (optionally substituted piperazinyl)-C<sub>1</sub>-C<sub>2</sub>-alkyl, morpholinyl-C<sub>1</sub>-C<sub>2</sub>-alkyl, C<sub>1</sub>-C<sub>4</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkyl, C<sub>1</sub>-C<sub>4</sub>-hydroxyalkylamino, (optionally substituted pyrrolidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkylamino, (optionally substituted piperidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkylamino, (optionally substituted piperazinyl)-C<sub>1</sub>-C<sub>2</sub>-alkylamino, morpholinyl-C<sub>1</sub>-C<sub>2</sub>-alkylamino, optionally substituted pyrrolidinyl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, optionally substituted azetidiny-C<sub>1</sub>-C<sub>4</sub>-alkoxy, tetrahydrofuryl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, optionally substituted piperidinyl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, C<sub>1</sub>-C<sub>4</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkoxy, tetrahydrofuryloxy, optionally substituted piperidinyl-oxy, and optionally substituted phenoxy, C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl and C<sub>1</sub>-C<sub>4</sub>-alkylaminethiocarbonyl; wherein R<sup>16</sup> is selected from H, ~~5-6 membered nitrogen-containing heterocyclylcarbonyl, C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl, and C<sub>1</sub>-C<sub>4</sub>-alkylaminomethyl, and 5-6 membered nitrogen-containing heterocyclylmethyl;~~ and wherein R<sup>17</sup> is selected from halo, C<sub>1</sub>-C<sub>2</sub>-alkyl, thienylsulfonyl-C<sub>1</sub>-C<sub>2</sub>-alkyl, optionally substituted 5-6 membered heteroarylsulfonyl-C<sub>1</sub>-C<sub>2</sub>-alkyl, optionally substituted phenoxy, and C<sub>3</sub>-C<sub>6</sub>-cycloalkyl-C<sub>2</sub>-C<sub>4</sub>-alkynyl; and pharmaceutically acceptable derivatives thereof.~~

Claim 3 (currently amended): The method of Claim 2, wherein R<sup>15</sup> is selected from H, tetrahydro-furanyloxy, 1-methylpyrrolidin-2-ylmethoxy, 2-pyrrolidinylmethoxy, 3-pyrrolidinylmethoxy, 1-Boc-pyrrolidin-2-ylmethoxy, 4-piperidinylmethoxy, 1-Boc-piperidin-4-ylmethoxy, 1-Boc-piperidin-4-ylethoxy, piperidin-4-ylethoxy, 1-methyl-piperidin-4-ylmethoxy, 1-Boc-azetidin-3-ylmethoxy, 1-methyl-azetidin-3-ylmethoxy, 3-azetidinyloxy, 1-methyl-piperidin-4-yloxy, ~~phenyloxy,~~ phenoxy, 4-(pyrrolidin-1-ylmethyl)phenoxy, and dimethylaminoethoxy, ~~1-piperidinylmethyl, 1-(piperidin-1-yl)ethyl, 3-methylpiperidin-1-~~

~~ylmethyl, 1-pyrrolidinylmethyl, 2,2,6,6-tetramethylpiperidin-1-ylmethyl, 2,6-dimethylpiperidin-1-ylmethyl, dimethylaminomethyl, diethylaminomethyl, diethylaminothiocarbonyl, diethylaminocarbonyl, N-Boc-N-isopropylaminomethyl, isopropylaminomethyl, 2-thienylsulfonylmethyl, hydroxypropylamino, 4-ethyl-piperidin-1-yl, 4-(2-pyridyl)piperidin-1-yl, 1-methylpiperidin-4-yl, 4-(2-pyrazinyl)piperidin-1-yl, 1-methyl-1,2,3,6-tetrahydro-pyridin-4-yl, 1,2,3,6-tetrahydro-pyridin-4-yl, and 1-Boc-1,2,3,6-tetrahydro-pyridin-4-yl; wherein R<sup>16</sup> is selected from H, 1-piperidinylcarbonyl, diethylaminocarbonyl, and diethylaminomethyl, 1-piperidinylmethyl; and wherein R<sup>17</sup> is selected from chloro, bromo, methyl and cyclopropylethynyl, and pharmaceutically acceptable derivatives thereof.~~

Claim 4 (currently amended): The method of Claim 3, wherein R<sup>17</sup> is chloro or bromo, ~~and pharmaceutically acceptable derivatives thereof.~~

Claim 5 (currently amended): The method of Claim 14, wherein R<sup>15</sup> is selected from H, ~~optionally substituted pyrrolidinyl, optionally substituted piperazinyl, optionally substituted piperidinyl, morpholinyl, 1,2,3,6-tetrahydro-pyridinyl, (optionally substituted pyrrolidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkyl, (optionally substituted piperidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkyl, (optionally substituted piperazinyl)-C<sub>1</sub>-C<sub>2</sub>-alkyl, morpholinyl-C<sub>1</sub>-C<sub>2</sub>-alkyl, (optionally substituted pyrrolidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkylamino, (optionally substituted piperidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkylamino, (optionally substituted piperazinyl)-C<sub>1</sub>-C<sub>2</sub>-alkylamino, morpholinyl-C<sub>1</sub>-C<sub>2</sub>-alkylamino, C<sub>1</sub>-C<sub>4</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkyl, C<sub>1</sub>-C<sub>4</sub>-hydroxyalkylamino, optionally substituted pyrrolidinyl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, optionally substituted azetidiny-C<sub>1</sub>-C<sub>4</sub>-alkoxy, tetrahydrofuryl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, optionally substituted piperidinyl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, C<sub>1</sub>-C<sub>4</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkoxy, tetrahydrofuryloxy, optionally substituted piperidinyl, and optionally substituted phenoxy, C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl and C<sub>1</sub>-C<sub>4</sub>-alkylaminothiocarbonyl; wherein R<sup>16</sup> is selected from H, 5-6-membered nitrogen-containing heterocyclycarbonyl, C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl, and C<sub>1</sub>-C<sub>4</sub>-alkylaminomethyl, and 5-6-membered nitrogen-containing heterocyclylmethyl; and wherein R<sup>17</sup> is selected from C<sub>3</sub>-C<sub>6</sub>-cycloalkyl and phenyl optionally substituted with one or two substituents selected from halo, C<sub>1</sub>-C<sub>4</sub>-alkylamino, amino, nitro, C<sub>1</sub>-C<sub>4</sub>-alkoxy, C<sub>1</sub>-C<sub>2</sub>-haloalkyl, hydroxy, C<sub>1</sub>-C<sub>4</sub>-alkylthio, C<sub>1</sub>-C<sub>4</sub>-alkylcarbonylamino, (optionally substituted phenyl)sulfonylamino, cyano, C<sub>1</sub>-C<sub>2</sub>-haloalkoxy, 5- or 6-membered N-containing heterocyclyl, aminosulfonyl,~~

~~(6-membered N-containing heterocyclyl)sulfonyl, C<sub>1</sub>-C<sub>2</sub>-haloalkylcarbamoylamino~~  
~~sulfonyl, and (optionally substituted phenyl)amino~~  
~~sulfonyl, and pharmaceutically acceptable derivatives thereof.~~

Claim 6 (currently amended): The method of Claim 5, wherein R<sup>15</sup> is selected from H,  
tetrahydro-furanyloxy, 1-methylpyrrolidin-2-ylmethoxy, 2-pyrrolidinylmethoxy, 3-  
pyrrolidinylmethoxy, 1-Boc-pyrrolidin-2-ylmethoxy, 4-piperidinylmethoxy, 1-Boc-piperidin-4-  
ylmethoxy, 1-Boc-piperidin-4-ylethoxy, piperidin-4-ylethoxy, 1-methyl-piperidin-4-ylmethoxy,  
1-Boc-azetidin-3-ylmethoxy, 1-methyl-azetidin-3-ylmethoxy, 3-azetidinylmethoxy, 1-methyl-  
piperidin-4-yloxy, ~~phenyloxy, phenoxy~~ 4-(pyrrolidin-1-ylmethyl)phenoxy, and  
dimethylaminoethoxy, ~~1-piperidinylmethyl, 1-(piperidin-1-yl)ethyl, 3-methylpiperidin-1-  
ylmethyl, 1-pyrrolidinylmethyl, 2,2,6,6-tetramethylpiperidin-1-ylmethyl, 2,6-dimethylpiperidin-  
1-ylmethyl, dimethylaminomethyl, diethylaminomethyl, diethylaminocarbonyl,  
diethylaminocarbonyl, N-Boc-N-isopropylaminomethyl, isopropylaminomethyl, 2-  
thienylsulfonylmethyl, hydroxypropylamino, 4-ethyl-piperidin-1-yl, 4-(2-pyridyl)piperidin-1-yl,  
1-methylpiperidin-4-yl, 4-(2-pyrazinyl)piperidin-1-yl, 1-methyl-1,2,3,6-tetrahydro-pyridin-4-yl,  
1,2,3,6-tetrahydro-pyridin-4-yl, and 1-Boc-1,2,3,6-tetrahydro-pyridin-4-yl;~~ wherein R<sup>16</sup> is  
selected from H, ~~1-piperidinylearbonyl,~~ diethylaminocarbonyl, and diethylaminomethyl, ~~1-  
piperidinylmethyl;~~ and wherein R<sup>17</sup> is selected from cyclopropyl and phenyl-~~optionally  
substituted with aminosulfonyl, and pharmaceutically acceptable derivatives thereof.~~

Claim 7 (currently amended): The method of Claim 6, wherein R<sup>17</sup> is unsubstituted phenyl; ~~and  
pharmaceutically acceptable derivatives thereof.~~

Claim 8 (currently amended): The method of Claim 14, wherein R<sup>15</sup> is selected from H,  
~~optionally substituted pyrrolidinyl, optionally substituted piperazinyl, optionally substituted  
piperidinyl, morpholinyl, 1,2,3,6-tetrahydro-pyridinyl, (optionally substituted pyrrolidinyl)-C<sub>1</sub>-  
C<sub>2</sub>-alkyl, (optionally substituted piperidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkyl, (optionally substituted piperazinyl)-C<sub>1</sub>-  
C<sub>2</sub>-alkyl, morpholinyl-C<sub>1</sub>-C<sub>2</sub>-alkyl, (optionally substituted pyrrolidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkylamino,  
(optionally substituted piperidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkylamino, (optionally substituted piperazinyl)-C<sub>1</sub>-C<sub>2</sub>-  
alkylamino, morpholinyl-C<sub>1</sub>-C<sub>2</sub>-alkylamino, C<sub>1</sub>-C<sub>4</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkyl, C<sub>1</sub>-C<sub>4</sub>-  
hydroxyalkylamino, optionally substituted pyrrolidinyl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, optionally substituted~~

azetidiny-C<sub>1</sub>-C<sub>4</sub>-alkoxy, tetrahydrofuryl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, optionally substituted piperidiny-C<sub>1</sub>-C<sub>4</sub>-alkoxy, C<sub>1</sub>-C<sub>4</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkoxy, tetrahydrofuryloxy, optionally substituted piperidinyloxy, and optionally substituted phenoxy, ~~C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl and C<sub>1</sub>-C<sub>4</sub>-alkylaminothiocarbonyl~~; wherein R<sup>16</sup> is selected from H, ~~5-6 membered nitrogen-containing heterocyclylcarbonyl~~, C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl, and C<sub>1</sub>-C<sub>4</sub>-alkylaminomethyl, ~~and 5-6 membered nitrogen-containing heterocyclylmethyl~~; and wherein R<sup>17</sup> is selected from ~~optionally substituted indazolyl, optionally substituted indolyl, unsubstituted 5-membered oxygen or sulfur containing heterocaryl~~, unsubstituted thienyl, unsubstituted 6-membered nitrogen-containing heterocyclyl, and 6-membered nitrogen-containing heterocyclyl substituted with ~~one or more substituents independently selected from pyridyl, phenyl,~~

~~C<sub>1</sub>-C<sub>4</sub>-alkyl, C<sub>1</sub>-C<sub>2</sub>-haloalkyl, C<sub>1</sub>-C<sub>2</sub> alkoxy, amino, halo, piperidinyl, morpholinyl, C<sub>1</sub>-C<sub>2</sub>-alkylpiperazinyl, C<sub>1</sub>-C<sub>2</sub>-alkylaminothiocarbonyl, N,N-di-C<sub>1</sub>-C<sub>2</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkylenyl, N-C<sub>1</sub>-C<sub>2</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkylenyl, morpholinyl-C<sub>1</sub>-C<sub>4</sub>-alkylenylaminocarbonyl, aminocarbonyl, C<sub>1</sub>-C<sub>2</sub>-haloalkylcarbonylamino, morpholinyl-C<sub>1</sub>-C<sub>4</sub>-alkylenylamino, N,N-di-C<sub>1</sub>-C<sub>2</sub>-alkylamino and N,N-di-C<sub>1</sub>-C<sub>2</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkylenylamino;~~  
~~and pharmaceutically acceptable derivatives thereof.~~

Claim 9 (currently amended): The method of Claim 8, wherein R<sup>15</sup> is selected from ~~H,~~ tetrahydro-furanyloxy, 1-methylpyrrolidin-2-ylmethoxy, 2-pyrrolidinylmethoxy, 3-pyrrolidinylmethoxy, 1-Boc-pyrrolidin-2-ylmethoxy, 4-piperidinylmethoxy, 1-Boc-piperidin-4-ylmethoxy, 1-Boc-piperidin-4-ylethoxy, piperidin-4-ylethoxy, 1-methyl-piperidin-4-ylmethoxy, 1-Boc-azetidin-3-ylmethoxy, 1-methyl-azetidin-3-ylmethoxy, 3-azetidinyloxy, 1-methyl-piperidin-4-yloxy, phenoxy, 4-(pyrrolidin-1-ylmethyl)phenoxy, and dimethylaminoethoxy, ~~1-piperidinylmethyl, 1-(piperidin-1-yl)ethyl, 3-methylpiperidin-1-ylmethyl, 1-pyrrolidinylmethyl, 2,2,6,6-tetramethylpiperidin-1-ylmethyl, 2,6-dimethylpiperidin-1-ylmethyl, dimethylaminomethyl, diethylaminomethyl, diethylaminothiocarbonyl, diethylaminocarbonyl, N-Boc-N-isopropylaminomethyl, isopropylaminomethyl, 2-thienylsulfonylmethyl, hydroxypropylamino, 4-ethylpiperidin-1-yl, 4-(2-pyridyl)piperidin-1-yl, 1-methylpiperidin-4-yl, 4-(2-pyrazinyl)piperidin-1-yl, 1-methyl-1,2,3,6-tetrahydropyridin-4-yl, 1,2,3,6-tetrahydropyridin-4-yl, and 1-Boc-1,2,3,6-tetrahydropyridin-4-yl~~; wherein R<sup>16</sup> is selected from H, ~~4-piperidinylcarbonyl, diethylaminocarbonyl, and diethylaminomethyl, 1-piperidinylmethyl, and~~

wherein R<sup>17</sup> is selected from ~~5-indazolyl, 1-Boc-indol-5-yl, unsubstituted thienyl, 5-tert-butylloxazol-2-yl and 4-pyridyl substituted with one or more substituents independently selected from methoxy and chloro, and pharmaceutically acceptable derivatives thereof.~~

Claim 10 (currently amended): The method of Claim ~~9~~ 8, wherein R<sup>17</sup> is 4-pyridyl, ~~and pharmaceutically acceptable derivatives thereof.~~

Claim 11 (currently amended): The method of Claim 14 ~~and pharmaceutically acceptable derivatives thereof, wherein the compound is selected from:~~

~~1-[6-(3-Methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;~~  
~~1-[4-(Piperidine-1-carbonyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-(2-Chloro-thiazol-4-yl)-3-[4-(piperidine-1-carbonyl)-pyridin-2-yl]-urea;~~  
~~N,N-Diethyl-2-[3-(2-pyridin-4-yl-thiazol-4-yl)-ureido]-isonicotinamide;~~  
~~N,N-Diethyl-2-[3-(2-phenyl-thiazol-4-yl)-ureido]-isonicotinamide;~~  
~~2-[3-(2-Bromo-thiazol-4-yl)-ureido]-N,N-diethyl-isonicotinamide;~~  
~~1-(4-Diethylaminomethyl-pyridin-2-yl)-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-[6-(2,6-Dimethyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-[6-(1-Piperidin-1-yl-ethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~2-((6-[3-(2-Pyridin-4-yl-thiazol-4-yl)-ureido]-pyridin-2-ylamino)-methyl)-piperidine-1-carboxylic acid tert-butyl ester;~~  
~~1-[6-[(Piperidin-2-ylmethyl)-amino]-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~(S)-1-[6-(3-Methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~(R)-1-[6-(3-Methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-(2-Chloro-thiazol-4-yl)-3-(6-piperidin-1-ylmethyl-pyridin-2-yl)-urea;~~  
1-(2-Bromo-thiazol-4-yl)-3-[6-(2-piperidin-4-yl-ethoxy)-pyridin-2-yl]-urea;  
1-(2-Chloro-thiazol-4-yl)-3-[6-(2-piperidin-4-yl-ethoxy)-pyridin-2-yl]-urea;  
1-[6-(Azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-bromo-thiazol-4-yl)-urea;  
1-[6-(Azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-chloro-thiazol-4-yl)-urea;  
1-(2-Bromo-thiazol-4-yl)-3-[6-(piperidin-4-ylmethoxy)-pyridin-2-yl]-urea;  
1-(2-Chloro-thiazol-4-yl)-3-[6-(piperidin-4-ylmethoxy)-pyridin-2-yl]-urea;

*tert*-Butyl 3-{6-[3-(2-pyridin-4-yl-thiazol-4-yl)-ureido]-pyridin-2-yloxymethyl}-pyrrolidine-1-carboxylate;

1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(pyrrolidin-3-ylmethoxy)-pyridin-2-yl]-urea;

1-(2-Cyclopropyl-thiazol-4-yl)-3-[6-(2-piperidin-4-yl-ethoxy)-pyridin-2-yl]-urea;

~~1-[6-(Isopropylamino-methyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~

~~1-[6-(Isopropylamino-methyl)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;~~

~~1-(2-Bromo-thiazol-4-yl)-3-[6-(isopropylamino-methyl)-pyridin-2-yl]-urea;~~

1-(2-Bromo-thiazol-4-yl)-3-[6-(1-methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;

1-(2-Chloro-thiazol-4-yl)-3-[6-(1-methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;

1-(2-phenylthiazol-4-yl)-3-(6-*p*-pyrrolidin-1-ylmethylphenoxy)pyridin-2-yl)urea;

1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(tetrahydro-furan-3-yloxy)-pyridin-2-yl]-urea;

~~1-[2-(1H-Indazol-5-yl)-thiazol-4-yl]-3-(6-piperidin-1-ylmethyl-pyridin-2-yl)-urea;~~

~~1-(1'-Methyl-1',2',3',6'-tetrahydro-[2,4']bipyridinyl-6-yl)-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~

~~1-(2-Bromo-thiazol-4-yl)-3-(1'-methyl-1',2',3',6'-tetrahydro-[2,4']bipyridinyl-6-yl)-urea;~~

~~1-(1'-Methyl-1',2',3',6'-tetrahydro-2[2,4']bipyridinyl-6-yl)-3-(2-phenyl-thiazol-4-yl)-urea;~~

~~1-[6-(3-Hydroxy-propylamino)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~

~~1-(2-Bromo-thiazol-4-yl)-3-[6-(3-hydroxy-propylamino)-pyridin-2-yl]-urea;~~

~~1-(1'-Methyl-1',2',3',4',5',6'-hexahydro-[2,4']bipyridinyl-6-yl)-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~

~~1-(1'-Methyl-1',2',3',4',5',6'-hexahydro-[2,4']bipyridinyl-6-yl)-3-(2-phenyl-thiazol-4-yl)-urea;~~

~~6-[3-(2-Pyridin-4-yl-thiazol-4-yl)-ureido]-3',6'-dihydro-2'H-[2,4']bipyridinyl-1'-carboxylic acid  
tert-butylester;~~

~~1-(2-Pyridin-4-yl-thiazol-4-yl)-3-(1',2',3',6'-tetrahydro-[2,4']bipyridinyl-6-yl)-urea;~~

1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(tetrahydro-furan-3-ylmethoxy)-pyridin-2-yl]-urea;

2-[6-[3-(2-Pyridin-4-yl-thiazol-4-yl)-ureido]-pyridin-2-yloxymethyl]-pyrrolidine-1-carboxylic  
acid tert-butyl ester;

1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;

~~6-[3-(2-Pyridin-4-yl-thiazol-4-yl)-ureido]-pyridine-2-carbothioic acid diethylamide;~~

~~1-(2-Bromo-thiazol-4-yl)-3-[6-(3-methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-urea;~~

~~1-(2-Chloro-thiazol-4-yl)-3-[6-(3-methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-urea;~~

~~1-(2-Phenyl-thiazol-4-yl)-3-[4-(piperidine-1-carbonyl)-pyridin-2-yl]-urea;~~

~~1-(2-Bromo-thiazol-4-yl)-3-[4-(piperidine-1-carbonyl)-pyridin-2-yl]-urea;~~

1-[2-(2-Methoxy-pyridin-4-yl)-thiazol-4-yl]-3-(6-phenoxy-pyridin-2-yl)-urea;  
1-[2-(2-Methoxy-pyridin-4-yl)-thiazol-4-yl]-3-[6-(1-methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;  
1-[6-(2-Dimethylamino-ethoxy)-pyridin-2-yl]-3-[2-(2-methoxy-pyridin-4-yl)-thiazol-4-yl]-urea;  
1-[6-(1-Methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
~~1-(2-phenylthiazol-4-yl)-3-(6-pyrrolidin-1-ylmethyl-pyridin-2-yl)urea;~~  
~~1-(6-Diethylaminomethylpyridin-2-yl)-3-(2-phenylthiazol-4-yl)urea;~~  
(S)-1-[6-(1-Methylpyrrolidin-2-ylmethoxy)pyridin-2-yl]-3-(2-phenylthiazol-4-yl)urea;  
1-[6-(2-Piperidin-4-yl-ethoxy)pyridin-2-yl]-3-[2-phenylthiazol-4-yl]urea;  
~~1-[6-(4-Ethylpiperazin-1-yl)-pyridin-2-yl]-3-(2-phenylthiazol-4-yl)urea;~~  
~~Diethyl 6-[3-(2-phenylthiazol-4-yl)ureido]pyridine-2-carboxamide;~~  
1-(2-Pyridin-4-yl-thiazol-4-yl)-3-(6-*p*-pyrrolidin-1-ylmethylphenoxy)pyridin-2-yl)urea;  
1-(2-Bromothiazol-4-yl)-3-(6-*p*-pyrrolidin-1-ylmethylphenoxy)pyridin-2-yl)urea;  
1-[6-(Piperidin-4-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
1-[6-(1-Methyl-piperidin-4-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
1-[6-(1-Methyl-piperidin-4-yloxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
1-[6-(1-Methyl-azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
1-[6-(Azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;  
1-[6-(1-Methyl-azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;  
1-(2-Phenyl-thiazol-4-yl)-3-[6-(piperidin-4-ylmethoxy)-pyridin-2-yl]-urea;  
1-[6-(1-Methyl-piperidin-4-ylmethoxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;  
1-[6-(1-Methyl-piperidin-4-yloxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;  
1-[6-(2-Piperidin-4-yl-ethoxy)-pyridin-2-yl]-3-(2-thiophen-2-yl-thiazol-4-yl)-urea; and  
1-[6-(1-Methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-3-[2-(thiophene-2-sulfonylmethyl)-thiazol-4-yl]-urea;  
~~1-[2-(2-Methoxy-pyridin-4-yl)-thiazol-4-yl]-3-(6-piperidin-1-ylmethyl-pyridin-2-yl)-urea; and~~  
~~[2-(2-Chloro-pyridin-4-yl)-thiazol-4-yl]-3-(6-piperidin-1-ylmethyl-pyridin-2-yl)-urea;~~  
and pharmaceutically acceptable salts thereof.

Claim 12 (currently amended): The method of Claim 14 ~~and pharmaceutically acceptable derivatives thereof~~, wherein the compound is selected from:

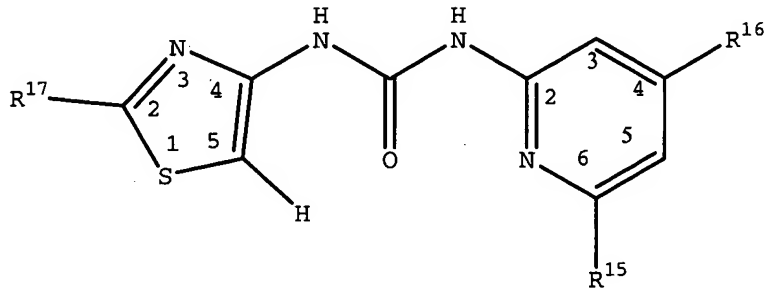
~~1-[6-(3-Methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;~~  
~~1-[4-(Piperidine-1-carbonyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~N,N-Diethyl-2-[3-(2-pyridin-4-yl-thiazol-4-yl)-ureido]-isonicotinamide;~~  
~~1-(4-Diethylaminomethyl-pyridin-2-yl)-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-[6-(2,6-Dimethyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-[6-(1-Piperidin-1-yl-ethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~2-((6-[3-(2-Pyridin-4-yl-thiazol-4-yl)-ureido]-pyridin-2-ylamino)-methyl)-piperidine-1-carboxylic acid tert-butyl ester;~~  
~~1-[6-((Piperidin-2-ylmethyl)-amino)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~(S)-1-[6-(3-Methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~(R)-1-[6-(3-Methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-(2-Chloro-thiazol-4-yl)-3-(6-piperidin-1-ylmethyl-pyridin-2-yl)-urea;~~  
1-(2-Bromo-thiazol-4-yl)-3-[6-(2-piperidin-4-yl-ethoxy)-pyridin-2-yl]-urea;  
1-(2-Chloro-thiazol-4-yl)-3-[6-(2-piperidin-4-yl-ethoxy)-pyridin-2-yl]-urea;  
1-[6-(Azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-bromo-thiazol-4-yl)-urea;  
1-[6-(Azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-chloro-thiazol-4-yl)-urea;  
1-(2-Bromo-thiazol-4-yl)-3-[6-(piperidin-4-ylmethoxy)-pyridin-2-yl]-urea;  
1-(2-Chloro-thiazol-4-yl)-3-[6-(piperidin-4-ylmethoxy)-pyridin-2-yl]-urea;  
3-(4-{3-[6-(1-Methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-ureido}-thiazol-2-yl)-benzenesulfonamide;  
tert-Butyl 3-{6-[3-(2-pyridin-4-yl-thiazol-4-yl)-ureido]-pyridin-2-yloxymethyl}-pyrrolidine-1-carboxylate;  
1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(pyrrolidin-3-ylmethoxy)-pyridin-2-yl]-urea;  
1-(2-Cyclopropyl-thiazol-4-yl)-3-[6-(2-piperidin-4-yl-ethoxy)-pyridin-2-yl]-urea;  
~~Isopropyl-{6-[3-(2-pyridin-4-yl-thiazol-4-yl)-ureido]-pyridin-2-ylmethyl}-carbamic acid tert-butyl ester;~~  
~~1-[6-(Isopropylamino-methyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~Isopropyl-{6-[3-(2-phenyl-thiazol-4-yl)-ureido]-pyridin-2-ylmethyl}-carbamic acid tert-butyl ester;~~  
~~1-[6-(Isopropylamino-methyl)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;~~  
1-(2-Bromo-thiazol-4-yl)-3-[6-(1-methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;  
1-(2-Chloro-thiazol-4-yl)-3-[6-(1-methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;

1-(2-phenylthiazol-4-yl)-3-(6-*p*-pyrrolidin-1-ylmethylphenoxy)pyridin-2-yl)urea;  
1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(tetrahydro-furan-3-yloxy)-pyridin-2-yl]-urea;  
~~1-[2-(1H-Indazol-5-yl)-thiazol-4-yl]-3-(6-piperidin-1-ylmethyl-pyridin-2-yl)-urea;~~  
~~1-(1'-Methyl-1',2',3',6'-tetrahydro-[2,4']bipyridinyl-6-yl)-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-(2-Bromo-thiazol-4-yl)-3-(1'-methyl-1',2',3',6'-tetrahydro-[2,4']bipyridinyl-6-yl)-urea;~~  
~~1-(1'-Methyl-1',2',3',6'-tetrahydro-2[2,4]bipyridinyl-6-yl)-3-(2-phenyl-thiazol-4-yl)-urea;~~  
~~1-[6-(3-Hydroxy-propylamino)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-(2-Bromo-thiazol-4-yl)-3-[6-(3-hydroxy-propylamino)-pyridin-2-yl]-urea;~~  
~~1-(1'-Methyl-1',2',3',4',5',6'-hexahydro-[2,4']bipyridinyl-6-yl)-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-(1'-Methyl-1',2',3',4',5',6'-hexahydro-[2,4']bipyridinyl-6-yl)-3-(2-phenyl-thiazol-4-yl)-urea;~~  
~~6-[3-(2-Pyridin-4-yl-thiazol-4-yl)-ureido]-3',6'-dihydro-2'H-[2,4]bipyridinyl-1'-carboxylic acid tert-butylester;~~  
~~1-(2-Pyridin-4-yl-thiazol-4-yl)-3-(1',2',3',6'-tetrahydro-[2,4']bipyridinyl-6-yl)-urea;~~  
1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(tetrahydro-furan-3-ylmethoxy)-pyridin-2-yl]-urea;  
2-[6-[3-(2-Pyridin-4-yl-thiazol-4-yl)-ureido]-pyridin-2-yloxymethyl]-pyrrolidine-1-carboxylic acid tert-butyl ester;  
1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;  
~~6-[3-(2-Pyridin-4-yl-thiazol-4-yl)-ureido]-pyridine-2-carboethioic acid diethylamide;~~  
~~1-(2-Bromo-thiazol-4-yl)-3-[6-(3-methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-urea;~~  
~~1-(2-Chloro-thiazol-4-yl)-3-[6-(3-methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-urea;~~  
1-[2-(2-Methoxy-pyridin-4-yl)-thiazol-4-yl]-3-[6-(1-methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;  
1-[6-(2-Dimethylamino-ethoxy)-pyridin-2-yl]-3-[2-(2-methoxy-pyridin-4-yl)-thiazol-4-yl]-urea;  
1-[6-(1-Methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
~~1-(2-phenylthiazol-4-yl)-3-(6-pyrrolidin-1-ylmethyl-pyridin-2-yl)urea;~~  
~~1-(6-Diethylaminomethylpyridin-2-yl)-3-(2-phenylthiazol-4-yl)urea;~~  
(S)-1-[6-(1-Methylpyrrolidin-2-ylmethoxy)pyridin-2-yl]-3-(2-phenylthiazol-4-yl)urea;  
1-[6-(2-Piperidin-4-yl-ethoxy)pyridin-2-yl]-3-[2-phenylthiazol-4-yl]urea;  
~~1-[6-(4-Ethylpiperazin-1-yl)-pyridin-2-yl]-3-(2-phenylthiazol-4-yl)urea;~~  
~~1-(2-phenylthiazol-4-yl)-3-[6-(4-pyrimidin-2-yl-piperazin-1-yl)pyridin-2-yl]urea;~~  
~~Diethyl 6-[3-(2-phenylthiazol-4-yl)-ureido]-pyridine-2-carboxamide;~~

1-(2-Pyridin-4-yl-thiazol-4-yl)-3-(6-*p*-pyrrolidin-1-ylmethylphenoxy)pyridin-2-yl)urea;  
 1-(2-Bromothiazol-4-yl)-3-(6-*p*-pyrrolidin-1-ylmethylphenoxy)pyridin-2-yl)urea;  
 1-[6-(Piperidin-4-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
 1-[6-(1-Methyl-piperidin-4-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
 1-[6-(1-Methyl-piperidin-4-yloxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
 1-[6-(1-Methyl-azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
 1-[6-(Azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;  
 1-[6-(1-Methyl-azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;  
 1-(2-Phenyl-thiazol-4-yl)-3-[6-(piperidin-4-ylmethoxy)-pyridin-2-yl]-urea;  
 1-[6-(1-Methyl-piperidin-4-ylmethoxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;  
 1-[6-(1-Methyl-piperidin-4-yloxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;  
 1-[6-(2-Piperidin-4-yl-ethoxy)-pyridin-2-yl]-3-(2-thiophen-2-yl-thiazol-4-yl)-urea; and  
 1-[6-(1-Methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-3-[2-(thiophene-2-sulfonylmethyl)-thiazol-4-yl]-urea;  
~~1-[2-(2-Methoxy-pyridin-4-yl)-thiazol-4-yl]-3-(6-piperidin-1-ylmethyl-pyridin-2-yl)-urea; and~~  
~~1-[2-(2-Chloro-pyridin-4-yl)-thiazol-4-yl]-3-(6-piperidin-1-ylmethyl-pyridin-2-yl)-urea;~~  
and pharmaceutically acceptable salts thereof.

Claim 13 (canceled).

Claim 14 (currently amended): A method of inhibiting cell proliferation which comprises administering an effective amount of a compound of Formula VI



wherein R<sup>15</sup> is one or more substituents selected from ~~H, optionally substituted heterocyclyl, phenyl, C<sub>1</sub>-C<sub>3</sub> alkyl, C<sub>1</sub>-C<sub>2</sub> haloalkyl, C<sub>1</sub>-C<sub>4</sub> hydroxyalkyl, amino, C<sub>1</sub>-C<sub>4</sub> azidoalkyl, C<sub>1</sub>-C<sub>4</sub>~~

~~cycanoalkyl, C<sub>1</sub>-C<sub>4</sub>-aminoalkyl, halo, hydroxy, (optionally substituted heterocyclyl) C<sub>1</sub>-C<sub>4</sub>-alkyl, optionally substituted phenoxy C<sub>1</sub>-C<sub>2</sub>-alkyl, C<sub>1</sub>-C<sub>4</sub>-alkoxy C<sub>1</sub>-C<sub>4</sub>-alkyl, C<sub>1</sub>-C<sub>4</sub>-alkylamino C<sub>1</sub>-C<sub>4</sub>-alkyl, C<sub>1</sub>-C<sub>4</sub>-hydroxyalkylamino, amino C<sub>1</sub>-C<sub>4</sub>-alkoxy C<sub>1</sub>-C<sub>4</sub>-alkyl, optionally substituted heterocycloxy, optionally substituted heterocyclyl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, C<sub>1</sub>-C<sub>4</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkoxy, and optionally substituted phenoxy, C<sub>1</sub>-C<sub>4</sub>-alkoxycarbonyl, 5-6 membered heterocyclyl C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl, 5-6 membered N-containing heterocyclyl carbonyl, C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl, C<sub>1</sub>-C<sub>4</sub>-alkylaminothiocarbonyl, C<sub>1</sub>-C<sub>4</sub>-alkylamino C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl, aminocarbonyl, 5-6 membered N-containing heterocyclyl sulfonyl C<sub>1</sub>-C<sub>4</sub>-alkyl, 5-6 membered N-containing heterocyclyl C<sub>1</sub>-C<sub>4</sub>-alkylamino, C<sub>1</sub>-C<sub>4</sub>-alkylamino, C<sub>1</sub>-C<sub>4</sub>-alkylamino C<sub>1</sub>-C<sub>4</sub>-alkylamino C<sub>1</sub>-C<sub>4</sub>-alkyl, and C<sub>1</sub>-C<sub>4</sub>-alkylamino C<sub>1</sub>-C<sub>4</sub>-alkylamino;~~

wherein R<sup>16</sup> is selected from H, ~~heterocyclyl carbonyl~~, alkylaminocarbonyl, and  
alkylaminomethyl, ~~and heterocyclylmethyl~~; and

wherein R<sup>17</sup> is selected from halo, C<sub>1</sub>-C<sub>6</sub>-alkyl, cycloalkylalkynyl, cycloalkyl, ~~optionally substituted indolyl, optionally substituted indazolyl, optionally substituted phenoxy, optionally substituted heteroaryl sulfonyl C<sub>1</sub>-C<sub>4</sub>-alkyl, thienyl sulfonyl- C<sub>1</sub>-C<sub>4</sub>-alkyl, unsubstituted 5-membered oxygen or sulfur containing heteroaryl, thienyl, unsubstituted 6-membered nitrogen containing heterocyclyl, phenyl optionally substituted with one or two substituents selected~~

~~from halo, C<sub>1</sub>-C<sub>4</sub>-alkylamino, amino, nitro, C<sub>1</sub>-C<sub>4</sub>-alkoxy, C<sub>1</sub>-C<sub>2</sub>-haloalkyl, hydroxy, C<sub>1</sub>-C<sub>4</sub>-alkylthio, C<sub>1</sub>-C<sub>4</sub>-alkyl carbonylamino, (optionally substituted phenyl) sulfonylamino, cyano, C<sub>1</sub>-C<sub>2</sub>-haloalkoxy, 5- or 6-membered N-containing heterocyclyl, aminosulfonyl, (6-membered N-containing heterocyclyl) sulfonyl, C<sub>1</sub>-C<sub>2</sub>-haloalkyl carbonylamino sulfonyl and (optionally substituted phenyl) aminosulfonyl, and 6-membered nitrogen-containing heterocyclyl optionally substituted with one or more substituents independently selected from pyridyl, phenyl,~~

~~C<sub>1</sub>-C<sub>4</sub>-alkyl, C<sub>1</sub>-C<sub>2</sub>-haloalkyl, C<sub>1</sub>-C<sub>2</sub> alkoxy, amino, halo, piperidinyl, morpholinyl, C<sub>1</sub>-C<sub>2</sub>-alkyl piperazinyl, C<sub>1</sub>-C<sub>2</sub>-alkylaminothiocarbonyl, N,N-di C<sub>1</sub>-C<sub>2</sub>-alkylamino C<sub>1</sub>-C<sub>4</sub>-alkylenyl, N-C<sub>1</sub>-C<sub>2</sub>-alkylamino C<sub>1</sub>-C<sub>4</sub>-alkylenyl, morpholinyl C<sub>1</sub>-C<sub>4</sub>-alkylenylaminocarbonyl, aminocarbonyl, C<sub>1</sub>-C<sub>2</sub>-haloalkyl carbonylamino, morpholinyl C<sub>1</sub>-C<sub>4</sub>-alkylenylamino, N,N-di C<sub>1</sub>-C<sub>2</sub>-alkylamino and N,N-di C<sub>1</sub>-C<sub>2</sub>-alkylamino C<sub>1</sub>-C<sub>4</sub>-alkylenylamino;~~

and pharmaceutically acceptable ~~derivatives~~ salts thereof;  
~~provided only one of R<sup>15</sup> and R<sup>16</sup> is H.~~

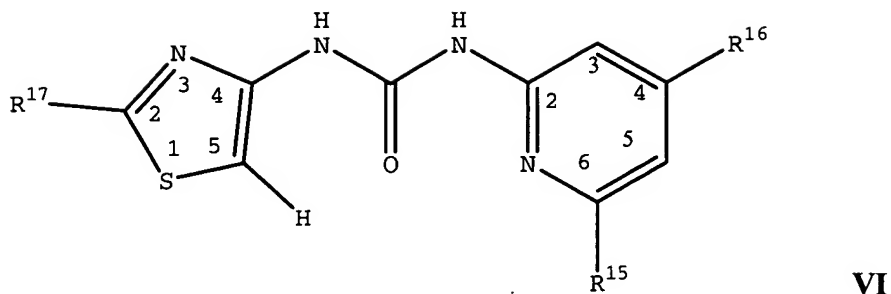
Claims 15-66 (Canceled).

Claim 67 (currently amended): The method of Claim ~~49~~ 111, wherein the compound is ~~and~~  
~~pharmaceutically acceptable salts thereof~~ selected from:

~~1-pyridin-2-yl-3-(2-pyridin-4-ylthiazol-4-yl)urea;~~  
~~1-(6-ethylpyridin-2-yl)-3-(2-pyridin-4-ylthiazol-4-yl)urea;~~  
~~1-(2-pyridin-4-ylthiazol-4-yl)-3-(3,4,5,6-tetrahydro-2H-[1,2']bipyridinyl-6'-yl)urea;~~  
~~1-(6-(diethylaminomethyl)pyridin-2-yl)-3-(2-pyridin-4-ylthiazol-4-yl)urea;~~  
~~1-[6-(4-methylpiperazin-1-yl)pyridin-2-yl]-3-(2-pyridin-4-ylthiazol-4-yl)urea;~~  
~~1-[6-(piperidin-1-ylmethyl)pyridin-2-yl]-3-[2-(pyridin-4-yl)thiazol-4-yl]urea;~~  
1-(6-phenoxy-pyridin-2-yl)-3-(2-pyridin-4-yl-thiazol-4-yl)urea;  
~~1-[2-(2-ethoxy-pyridin-4-yl)-thiazol-4-yl]-3-(6-ethyl-pyridin-2-yl)-urea;~~  
~~1-(6-diethylaminomethyl-pyridin-2-yl)-3-(2-pyridin-3-yl-thiazol-4-yl)-urea;~~  
~~1-[2-(2-methoxy-pyridin-4-yl)-thiazol-4-yl]-3-(6-morpholin-4-ylmethyl-pyridin-2-yl)-urea;~~  
~~1-(2-pyridin-4-yl-thiazol-4-yl)-3-(6-pyrrolidin-1-ylmethyl-pyridin-2-yl)-urea;~~  
~~1-(2-phenylthiazol-4-yl)-3-(6-piperidin-1-ylmethyl-pyridin-2-yl)urea;~~  
1-[6-(1-methylpyrrolidin-2-ylmethoxy)pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)urea; and  
~~1-[2-(4-aminophenyl)thiazol-4-yl]-3-(6-piperidin-1-ylmethyl-pyridin-2-yl)urea; and~~  
1-{6-[4-(2-aminoethyl)phenoxy]pyridin-2-yl}-3-(2-pyridin-4-yl-thiazol-4-yl)urea, and  
pharmaceutically acceptable salts thereof.

Claims 68-110 (canceled)

Claim 111 (currently amended): A method of treating cancer ~~inhibiting cell proliferation~~ which  
comprises administering an effective amount of a compound of Formula VI



wherein R<sup>15</sup> is one or more substituents selected from H, ~~optionally substituted heterocyclyl, phenyl, C<sub>1</sub>-C<sub>2</sub>-alkyl, C<sub>1</sub>-C<sub>2</sub>-haloalkyl, C<sub>1</sub>-C<sub>4</sub>-hydroxyalkyl, amino, C<sub>1</sub>-C<sub>4</sub>-azidoalkyl, C<sub>1</sub>-C<sub>4</sub>-cyanoalkyl, C<sub>1</sub>-C<sub>4</sub>-aminoalkyl, halo, hydroxy, (optionally substituted heterocyclyl) C<sub>1</sub>-C<sub>4</sub>-alkyl, optionally substituted phenoxy C<sub>1</sub>-C<sub>2</sub>-alkyl, C<sub>1</sub>-C<sub>4</sub>-alkoxy C<sub>1</sub>-C<sub>4</sub>-alkyl, C<sub>1</sub>-C<sub>4</sub>-alkylamino C<sub>1</sub>-C<sub>4</sub>-alkyl, C<sub>1</sub>-C<sub>4</sub>-hydroxyalkylamino, amino C<sub>1</sub>-C<sub>4</sub>-alkoxy C<sub>1</sub>-C<sub>4</sub>-alkyl, optionally substituted heterocycloxy, optionally substituted heterocyclyl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, C<sub>1</sub>-C<sub>4</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkoxy, and optionally substituted phenoxy, C<sub>1</sub>-C<sub>4</sub>-alkoxycarbonyl, 5-6 membered heterocyclyl C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl, 5-6 membered N-containing heterocyclylcarbonyl, C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl, C<sub>1</sub>-C<sub>4</sub>-alkylaminethiocarbonyl, C<sub>1</sub>-C<sub>4</sub>-alkylamino C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl, aminocarbonyl, 5-6 membered N-containing heterocyclyl sulfonyl C<sub>1</sub>-C<sub>4</sub>-alkyl, 5-6 membered N-containing heterocyclyl C<sub>1</sub>-C<sub>4</sub>-alkylamino, C<sub>1</sub>-C<sub>4</sub>-alkylamino, C<sub>1</sub>-C<sub>4</sub>-alkylamino C<sub>1</sub>-C<sub>4</sub>-alkylamino C<sub>1</sub>-C<sub>4</sub>-alkyl, and C<sub>1</sub>-C<sub>4</sub>-alkylamino C<sub>1</sub>-C<sub>4</sub>-alkylamino;~~

wherein R<sup>16</sup> is selected from H, ~~heterocyclylcarbonyl, alkylaminocarbonyl, and~~ alkylaminomethyl, ~~and heterocyclylmethyl;~~ and

wherein R<sup>17</sup> is selected from halo, C<sub>1</sub>-C<sub>6</sub>-alkyl, cycloalkylalkynyl, cycloalkyl, ~~optionally substituted indolyl, optionally substituted indazolyl, optionally substituted phenoxy, optionally substituted heteroarylsulfonyl C<sub>1</sub>-C<sub>4</sub>-alkyl, thienylsulfonyl- C<sub>1</sub>-C<sub>4</sub>-alkyl, unsubstituted 5-membered oxygen or sulfur-containing heteroaryl, thienyl, unsubstituted 6-membered nitrogen-containing heterocyclyl, phenyl optionally substituted with one or two substituents selected~~

~~from halo, C<sub>1</sub>-C<sub>4</sub>-alkylamino, amino, nitro, C<sub>1</sub>-C<sub>4</sub>-alkoxy, C<sub>1</sub>-C<sub>2</sub>-haloalkyl, hydroxy, C<sub>1</sub>-C<sub>4</sub>-alkylthio, C<sub>1</sub>-C<sub>4</sub>-alkylcarbonylamino, (optionally substituted phenyl)sulfonylamino, cyano, C<sub>1</sub>-C<sub>2</sub>-haloalkoxy, 5- or 6-membered N-containing~~

~~heterocyclyl, aminosulfonyl, (6-membered N-containing heterocyclyl)sulfonyl, C<sub>1</sub>-C<sub>2</sub>-haloalkylcarbonylamino~~sulfonyl and (optionally substituted phenyl)aminosulfonyl, and 6-membered nitrogen-containing heterocyclyl optionally substituted with ~~one or more substituents independently selected from pyridyl, phenyl,~~

~~C<sub>1</sub>-C<sub>4</sub>-alkyl, C<sub>1</sub>-C<sub>2</sub>-haloalkyl, C<sub>1</sub>-C<sub>2</sub> alkoxy, amino, halo, piperidinyl, morpholinyl, C<sub>1</sub>-C<sub>2</sub>-alkylpiperazinyl, C<sub>1</sub>-C<sub>2</sub>-alkylaminethiocarbonyl, N,N-di-C<sub>1</sub>-C<sub>2</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkylenyl, N-C<sub>1</sub>-C<sub>2</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkylenyl, morpholinyl-C<sub>1</sub>-C<sub>4</sub>-alkylenylaminocarbonyl, aminocarbonyl, C<sub>1</sub>-C<sub>2</sub>-haloalkylcarbonylamino, morpholinyl-C<sub>1</sub>-C<sub>4</sub>-alkylenylamino, N,N-di-C<sub>1</sub>-C<sub>2</sub>-alkylamino and N,N-di-C<sub>1</sub>-C<sub>2</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkylenylamino;~~

and pharmaceutically acceptable derivatives salts thereof;

~~provided only one of R<sup>15</sup> and R<sup>16</sup> is H.~~

Claim 112 (currently amended): The method of Claim 111, wherein R<sup>15</sup> is selected from H, ~~optionally substituted pyrrolidinyl, optionally substituted piperazinyl, optionally substituted piperidinyl, morpholinyl, 1,2,3,6-tetrahydro-pyridinyl, (optionally substituted pyrrolidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkyl, (optionally substituted piperidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkyl, (optionally substituted piperazinyl)-C<sub>1</sub>-C<sub>2</sub>-alkyl, morpholinyl-C<sub>1</sub>-C<sub>2</sub>-alkyl, C<sub>1</sub>-C<sub>4</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkyl, C<sub>1</sub>-C<sub>4</sub>-hydroxyalkylamino, (optionally substituted pyrrolidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkylamino, (optionally substituted piperidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkylamino, (optionally substituted piperazinyl)-C<sub>1</sub>-C<sub>2</sub>-alkylamino, morpholinyl-C<sub>1</sub>-C<sub>2</sub>-alkylamino,~~ optionally substituted pyrrolidinyl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, optionally substituted azetidiny-C<sub>1</sub>-C<sub>4</sub>-alkoxy, tetrahydrofuryl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, optionally substituted piperidinyl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, C<sub>1</sub>-C<sub>4</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkoxy, tetrahydrofuryloxy, optionally substituted piperidinyl, and optionally substituted phenoxy, ~~C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl and C<sub>1</sub>-C<sub>4</sub>-alkylaminethiocarbonyl;~~ wherein R<sup>16</sup> is selected from H, ~~5-6-membered nitrogen-containing heterocyclylcarbonyl, C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl, and C<sub>1</sub>-C<sub>4</sub>-alkylaminomethyl, and 5-6-membered nitrogen-containing heterocyclylmethyl;~~ and wherein R<sup>17</sup> is selected from halo, C<sub>1</sub>-C<sub>2</sub>-alkyl, ~~optionally substituted 5-6-membered heterocyclylsulfonyl-C<sub>1</sub>-C<sub>2</sub>-alkyl, thienylsulfonyl-C<sub>1</sub>-C<sub>2</sub>-alkyl, optionally substituted phenoxy,~~ and C<sub>3</sub>-C<sub>6</sub>-cycloalkyl-C<sub>2</sub>-C<sub>4</sub>-alkynyl, and pharmaceutically acceptable derivatives thereof.

Claim 113 (currently amended): The method of Claim 112, wherein R<sup>15</sup> is selected from H, tetrahydro-furanyloxy, 1-methylpyrrolidin-2-ylmethoxy, 2-pyrrolidinylmethoxy, 3-pyrrolidinylmethoxy, 1-Boc-pyrrolidin-2-ylmethoxy, 4-piperidinylmethoxy, 1-Boc-piperidin-4-ylmethoxy, 1-Boc-piperidin-4-ylethoxy, piperidin-4-ylethoxy, 1-methyl-piperidin-4-ylmethoxy, 1-Boc-azetidin-3-ylmethoxy, 1-methyl-azetidin-3-ylmethoxy, 3-azetidinylmethoxy, 1-methyl-piperidin-4-yloxy, ~~phenyloxy, phenoxy, 4-(pyrrolidin-1-ylmethyl)phenoxy, and~~ dimethylaminoethoxy, ~~1-piperidinylmethyl, 1-(piperidin-1-yl)ethyl, 3-methylpiperidin-1-ylmethyl, 1-pyrrolidinylmethyl, 2,2,6,6-tetramethylpiperidin-1-ylmethyl, 2,6-dimethylpiperidin-1-ylmethyl, dimethylaminomethyl, diethylaminomethyl, diethylaminothiocarbonyl, diethylaminocarbonyl, N-Boc-N-isopropylaminomethyl, isopropylaminomethyl, 2-thienylsulfonylmethyl, hydroxypropylamino, 4-ethyl-piperidin-1-yl, 4-(2-pyridyl)piperidin-1-yl, 1-methylpiperidin-4-yl, 4-(2-pyrazinyl)piperidin-1-yl, 1-methyl-1,2,3,6-tetrahydro-pyridin-4-yl, 1,2,3,6-tetrahydro-pyridin-4-yl, and 1-Boc-1,2,3,6-tetrahydro-pyridin-4-yl;~~ wherein R<sup>16</sup> is selected from H, ~~4-piperidinylearbonyl, diethylaminocarbonyl, and~~ diethylaminomethyl, ~~4-piperidinylmethyl;~~ and wherein R<sup>17</sup> is selected from chloro, bromo, methyl and cyclopropylethynyl, ~~and pharmaceutically acceptable derivatives thereof.~~

Claim 114 (currently amended): The method of Claim 113, wherein R<sup>17</sup> is chloro or bromo, ~~and pharmaceutically acceptable derivatives thereof.~~

Claim 115 (currently amended): The method of Claim 111, wherein R<sup>15</sup> is selected from H, ~~optionally substituted pyrrolidinyl, optionally substituted piperazinyl, optionally substituted piperidinyl, morpholinyl, 1,2,3,6-tetrahydro-pyridinyl, (optionally substituted pyrrolidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkyl, (optionally substituted piperidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkyl, (optionally substituted piperazinyl)-C<sub>1</sub>-C<sub>2</sub>-alkyl, morpholinyl-C<sub>1</sub>-C<sub>2</sub>-alkyl, (optionally substituted pyrrolidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkylamino, (optionally substituted piperidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkylamino, (optionally substituted piperazinyl)-C<sub>1</sub>-C<sub>2</sub>-alkylamino, morpholinyl-C<sub>1</sub>-C<sub>2</sub>-alkylamino, C<sub>1</sub>-C<sub>4</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkyl, C<sub>1</sub>-C<sub>4</sub>-hydroxyalkylamino, optionally substituted pyrrolidinyl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, optionally substituted azetidiny-C<sub>1</sub>-C<sub>4</sub>-alkoxy, tetrahydrofuryl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, optionally substituted piperidinyl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, C<sub>1</sub>-C<sub>4</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkoxy, tetrahydrofuryloxy, optionally substituted piperidinyl, optionally substituted phenoxy, ~~C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl and C<sub>1</sub>-C<sub>4</sub>-alkylaminothiocarbonyl;~~ wherein R<sup>16</sup> is selected from H, ~~5-6-membered nitrogen-containing~~~~

~~heterocyclylcarbonyl, C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl, and C<sub>1</sub>-C<sub>4</sub>-alkylaminomethyl, and 5-6 membered nitrogen-containing heterocyclylmethyl; and wherein R<sup>17</sup> is selected from C<sub>3</sub>-C<sub>6</sub>-cycloalkyl and phenyl optionally substituted with one or two substituents selected from halo, C<sub>1</sub>-C<sub>4</sub>-alkylamino, amino, nitro, C<sub>1</sub>-C<sub>4</sub>-alkoxy, C<sub>1</sub>-C<sub>2</sub>-haloalkyl, hydroxy, C<sub>1</sub>-C<sub>4</sub>-alkylthio, C<sub>1</sub>-C<sub>4</sub>-alkylcarbonylamino, (optionally substituted phenyl)sulfonylamino, cyano, C<sub>1</sub>-C<sub>2</sub>-haloalkoxy, 5- or 6-membered N-containing heterocyclyl, aminosulfonyl, (6-membered N-containing heterocyclyl)sulfonyl, C<sub>1</sub>-C<sub>2</sub>-haloalkylcarbonylaminosulfonyl and (optionally substituted phenyl)aminosulfonyl; and pharmaceutically acceptable derivatives thereof.~~

Claim 116 (currently amended): The method of Claim 115, wherein R<sup>15</sup> is selected from H, tetrahydro-furanyloxy, 1-methylpyrrolidin-2-ylmethoxy, 2-pyrrolidinylmethoxy, 3-pyrrolidinylmethoxy, 1-Boc-pyrrolidin-2-ylmethoxy, 4-piperidinylmethoxy, 1-Boc-piperidin-4-ylmethoxy, 1-Boc-piperidin-4-ylethoxy, piperidin-4-ylethoxy, 1-methyl-piperidin-4-ylmethoxy, 1-Boc-azetidin-3-ylmethoxy, 1-methyl-azetidin-3-ylmethoxy, 3-azetidinylmethoxy, 1-methyl-piperidin-4-yloxy, ~~phenyloxy, phenoxy, 4-(pyrrolidin-1-ylmethyl)phenoxy, and dimethylaminoethoxy, 1-piperidinylmethyl, 1-(piperidin-1-yl)ethyl, 3-methylpiperidin-1-ylmethyl, 1-pyrrolidinylmethyl, 2,2,6,6-tetramethylpiperidin-1-ylmethyl, 2,6-dimethylpiperidin-1-ylmethyl, dimethylaminomethyl, diethylaminomethyl, diethylaminothiocarbonyl, diethylaminocarbonyl, N-Boc-N-isopropylaminomethyl, isopropylaminomethyl, 2-thienylsulfonylmethyl, hydroxypropylamine, 4-ethyl-piperidin-1-yl, 4-(2-pyridyl)piperidin-1-yl, 1-methylpiperidin-4-yl, 4-(2-pyrazinyl)piperidin-1-yl, 1-methyl-1,2,3,6-tetrahydro-pyridin-4-yl, 1,2,3,6-tetrahydro-pyridin-4-yl, and 1-Boc-1,2,3,6-tetrahydro-pyridin-4-yl; wherein R<sup>16</sup> is selected from H, 1-piperidinylcarbonyl, diethylaminocarbonyl, and diethylaminomethyl, 1-piperidinylmethyl; and wherein R<sup>17</sup> is selected from cyclopropyl and phenyl optionally substituted with aminosulfonyl; and pharmaceutically acceptable derivatives thereof.~~

Claim 117 (currently amended): The method of Claim 116, wherein R<sup>17</sup> is unsubstituted phenyl; ~~and pharmaceutically acceptable derivatives thereof.~~

Claim 118 (currently amended): The method of Claim 111, wherein R<sup>15</sup> is selected from H, ~~optionally substituted pyrrolidinyl, optionally substituted piperazinyl, optionally substituted~~

~~piperidinyl, morpholinyl, 1,2,3,6-tetrahydro-pyridinyl, (optionally substituted pyrrolidinyl) C<sub>1</sub>-C<sub>2</sub>-alkyl, (optionally substituted piperidinyl) C<sub>1</sub>-C<sub>2</sub>-alkyl, (optionally substituted piperazinyl) C<sub>1</sub>-C<sub>2</sub>-alkyl, morpholinyl C<sub>1</sub>-C<sub>2</sub>-alkyl, (optionally substituted pyrrolidinyl) C<sub>1</sub>-C<sub>2</sub>-alkylamino, (optionally substituted piperidinyl) C<sub>1</sub>-C<sub>2</sub>-alkylamino, (optionally substituted piperazinyl) C<sub>1</sub>-C<sub>2</sub>-alkylamino, morpholinyl C<sub>1</sub>-C<sub>2</sub>-alkylamino, C<sub>1</sub>-C<sub>4</sub>-alkylamino C<sub>1</sub>-C<sub>4</sub>-alkyl, C<sub>1</sub>-C<sub>4</sub>-hydroxyalkylamino, optionally substituted pyrrolidinyl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, optionally substituted azetidinyl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, tetrahydrofuryl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, optionally substituted piperidinyl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, C<sub>1</sub>-C<sub>4</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkoxy, tetrahydrofuryloxy, optionally substituted piperidinyl, and optionally substituted phenoxy, C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl and C<sub>1</sub>-C<sub>4</sub>-alkylaminethiocarbonyl; wherein R<sup>16</sup> is selected from H, 5-6 membered nitrogen-containing heterocyclylcarbonyl, C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl, and C<sub>1</sub>-C<sub>4</sub>-alkylaminomethyl, and 5-6 membered nitrogen-containing heterocyclylmethyl; and wherein R<sup>17</sup> is selected from optionally substituted indazolyl, optionally substituted indolyl, unsubstituted 5-membered oxygen or sulfur containing heterocyclyl, unsubstituted thienyl, unsubstituted 6-membered nitrogen-containing heterocyclyl, and 6-membered nitrogen-containing heterocyclyl substituted with one or more substituents independently selected from pyridyl, phenyl, C<sub>1</sub>-C<sub>4</sub>-alkyl, C<sub>1</sub>-C<sub>2</sub>-haloalkyl, C<sub>1</sub>-C<sub>2</sub> alkoxy, amino, halo, piperidinyl, morpholinyl, C<sub>1</sub>-C<sub>2</sub>-alkylpiperazinyl, C<sub>1</sub>-C<sub>2</sub>-alkylaminethiocarbonyl, N,N-di-C<sub>1</sub>-C<sub>2</sub>-alkylamino C<sub>1</sub>-C<sub>4</sub>-alkylonyl, N-C<sub>1</sub>-C<sub>2</sub>-alkylamino C<sub>1</sub>-C<sub>4</sub>-alkylonyl, morpholinyl C<sub>1</sub>-C<sub>4</sub>-alkylonylaminocarbonyl, aminocarbonyl, C<sub>1</sub>-C<sub>2</sub>-haloalkylcarbonylamino, morpholinyl C<sub>1</sub>-C<sub>4</sub>-alkylonylamino, N,N-di-C<sub>1</sub>-C<sub>2</sub>-alkylamino and N,N-di-C<sub>1</sub>-C<sub>2</sub>-alkylamino C<sub>1</sub>-C<sub>4</sub>-alkylonylamino; and pharmaceutically acceptable derivatives thereof.~~

Claim 119 (currently amended): The method of Claim 118, wherein R<sup>15</sup> is selected from H, tetrahydro-furanyloxy, 1-methylpyrrolidin-2-ylmethoxy, 2-pyrrolidinylmethoxy, 3-pyrrolidinylmethoxy, 1-Boc-pyrrolidin-2-ylmethoxy, 4-piperidinylmethoxy, 1-Boc-piperidin-4-ylmethoxy, 1-Boc-piperidin-4-ylethoxy, piperidin-4-ylethoxy, 1-methyl-piperidin-4-ylmethoxy, 1-Boc-azetidin-3-ylmethoxy, 1-methyl-azetidin-3-ylmethoxy, 3-azetidinylmethoxy, 1-methyl-piperidin-4-yloxy, phenyloxy, 4-(pyrrolidin-1-ylmethyl)phenoxy, and dimethylaminoethoxy, ~~1-piperidinylmethyl, 1-(piperidin-1-yl)ethyl, 3-methylpiperidin-1-ylmethyl, 1-pyrrolidinylmethyl, 2,2,6,6-tetramethylpiperidin-1-ylmethyl, 2,6-dimethylpiperidin-1-ylmethyl,~~

~~dimethylaminomethyl, diethylaminomethyl, diethylaminothiocarbonyl, diethylaminocarbonyl, N-Boc-N-isopropylaminomethyl, isopropylaminomethyl, 2-thienylsulfonylmethyl, hydroxypropylamino, 4-ethyl-piperidin-1-yl, 4-(2-pyridyl)piperidin-1-yl, 1-methylpiperidin-4-yl, 4-(2-pyrazinyl)piperidin-1-yl, 1-methyl-1,2,3,6-tetrahydro-pyridin-4-yl, 1,2,3,6-tetrahydro-pyridin-4-yl, and 1-Boc-1,2,3,6-tetrahydro-pyridin-4-yl; wherein R<sup>16</sup> is selected from H, 4-piperidinylcarbonyl, diethylaminocarbonyl, and diethylaminomethyl, 1-piperidinylmethyl; and wherein R<sup>17</sup> is selected from 5-indazolyl, 1-Boc-indol-5-yl, unsubstituted thienyl, 5-tert-butyl-oxazol-2-yl and 4-pyridyl substituted with one or more substituents independently selected from methoxy and chloro; and pharmaceutically acceptable derivatives thereof.~~

Claim 120 (currently amended): The method of Claim ~~119~~ 111, wherein R<sup>17</sup> is 4-pyridyl; ~~and pharmaceutically acceptable derivatives thereof.~~

Claim 121 (currently amended): The method of Claim 111, wherein the compound is ~~and pharmaceutically acceptable derivatives thereof~~ selected from:

~~1-[6-(3-Methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;  
1-[4-(Piperidine-1-carbonyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
1-(2-Chloro-thiazol-4-yl)-3-[4-(piperidine-1-carbonyl)-pyridin-2-yl]-urea;  
N,N-Diethyl-2-[3-(2-pyridin-4-yl-thiazol-4-yl)-ureido]-isonicotinamide;  
N,N-Diethyl-2-[3-(2-phenyl-thiazol-4-yl)-ureido]-isonicotinamide;  
2-[3-(2-Bromo-thiazol-4-yl)-ureido]-N,N-diethyl-isonicotinamide;  
1-(4-Diethylaminomethyl-pyridin-2-yl)-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
1-[6-(2,6-Dimethyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
1-[6-(1-Piperidin-1-yl-ethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
2-((6-[3-(2-Pyridin-4-yl-thiazol-4-yl)-ureido]-pyridin-2-ylamino)-methyl)-piperidine-1-carboxylic acid tert-butyl ester;  
1-[6-[(Piperidin-2-ylmethyl)-amino]-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
(S)-1-[6-(3-Methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
(R)-1-[6-(3-Methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
1-(2-Chloro-thiazol-4-yl)-3-(6-piperidin-1-ylmethyl-pyridin-2-yl)-urea;~~

1-(2-Bromo-thiazol-4-yl)-3-[6-(2-piperidin-4-yl-ethoxy)-pyridin-2-yl]-urea;  
1-(2-Chloro-thiazol-4-yl)-3-[6-(2-piperidin-4-yl-ethoxy)-pyridin-2-yl]-urea;  
1-[6-(Azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-bromo-thiazol-4-yl)-urea;  
1-[6-(Azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-chloro-thiazol-4-yl)-urea;  
1-(2-Bromo-thiazol-4-yl)-3-[6-(piperidin-4-ylmethoxy)-pyridin-2-yl]-urea;  
1-(2-Chloro-thiazol-4-yl)-3-[6-(piperidin-4-ylmethoxy)-pyridin-2-yl]-urea;  
*tert*-Butyl 3-{6-[3-(2-pyridin-4-yl-thiazol-4-yl)-ureido]-pyridin-2-yloxymethyl}-pyrrolidine-1-carboxylate;  
1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(pyrrolidin-3-ylmethoxy)-pyridin-2-yl]-urea;  
1-(2-Cyclopropyl-thiazol-4-yl)-3-[6-(2-piperidin-4-yl-ethoxy)-pyridin-2-yl]-urea;  
~~1-[6-(Isopropylamino-methyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-[6-(Isopropylamino-methyl)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;~~  
~~1-(2-Bromo-thiazol-4-yl)-3-[6-(isopropylamino-methyl)-pyridin-2-yl]-urea;~~  
1-(2-Bromo-thiazol-4-yl)-3-[6-(1-methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;  
1-(2-Chloro-thiazol-4-yl)-3-[6-(1-methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;  
1-(2-phenylthiazol-4-yl)-3-(6-*p*-pyrrolidin-1-ylmethylphenoxy)pyridin-2-yl)urea;  
1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(tetrahydro-furan-3-yloxy)-pyridin-2-yl]-urea;  
~~1-[2-(1H-Indazol-5-yl)-thiazol-4-yl]-3-[6-(piperidin-1-ylmethyl)-pyridin-2-yl]-urea;~~  
~~1-(1'-Methyl-1',2',3',6'-tetrahydro-[2,4']bipyridinyl-6-yl)-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-(2-Bromo-thiazol-4-yl)-3-(1'-methyl-1',2',3',6'-tetrahydro-[2,4']bipyridinyl-6-yl)-urea;~~  
~~1-(1'-Methyl-1',2',3',6'-tetrahydro-2[2,4]bipyridinyl-6-yl)-3-(2-phenyl-thiazol-4-yl)-urea;~~  
~~1-[6-(3-Hydroxy-propylamino)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-(2-Bromo-thiazol-4-yl)-3-[6-(3-hydroxy-propylamino)-pyridin-2-yl]-urea;~~  
~~1-(1'-Methyl-1',2',3',4',5',6'-hexahydro-[2,4']bipyridinyl-6-yl)-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~urea;~~  
~~1-(1'-Methyl-1',2',3',4',5',6'-hexahydro-[2,4']bipyridinyl-6-yl)-3-(2-phenyl-thiazol-4-yl)-urea;~~  
~~6-[3-(2-Pyridin-4-yl-thiazol-4-yl)-ureido]-3',6'-dihydro-2'H-[2,4]bipyridinyl-1'-carboxylic acid~~  
~~*tert*-butylester;~~  
~~1-(2-Pyridin-4-yl-thiazol-4-yl)-3-(1',2',3',6'-tetrahydro-[2,4']bipyridinyl-6-yl)-urea;~~  
1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(tetrahydro-furan-3-ylmethoxy)-pyridin-2-yl]-urea;

2-[6-[3-(2-Pyridin-4-yl-thiazol-4-yl)-ureido]-pyridin-2-yloxymethyl]-pyrrolidine-1-carboxylic acid tert-butyl ester;

1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;

~~6-[3-(2-Pyridin-4-yl-thiazol-4-yl)-ureido]-pyridine-2-carbothioic acid diethylamide;~~

~~1-(2-Bromo-thiazol-4-yl)-3-[6-(3-methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-urea;~~

~~1-(2-Chloro-thiazol-4-yl)-3-[6-(3-methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-urea;~~

~~1-(2-Phenyl-thiazol-4-yl)-3-[4-(piperidine-1-carbonyl)-pyridin-2-yl]-urea;~~

~~1-(2-Bromo-thiazol-4-yl)-3-[4-(piperidine-1-carbonyl)-pyridin-2-yl]-urea;~~

1-[2-(2-Methoxy-pyridin-4-yl)-thiazol-4-yl]-3-(6-phenoxy-pyridin-2-yl)-urea;

1-[2-(2-Methoxy-pyridin-4-yl)-thiazol-4-yl]-3-[6-(1-methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;

1-[6-(2-Dimethylamino-ethoxy)-pyridin-2-yl]-3-[2-(2-methoxy-pyridin-4-yl)-thiazol-4-yl]-urea;

1-[6-(1-Methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;

~~1-(2-phenylthiazol-4-yl)-3-(6-pyrrolidin-1-ylmethyl-pyridin-2-yl)urea;~~

~~1-(6-Diethylaminomethylpyridin-2-yl)-3-(2-phenylthiazol-4-yl)urea;~~

(S)-1-[6-(1-Methylpyrrolidin-2-ylmethoxy)pyridin-2-yl]-3-(2-phenylthiazol-4-yl)urea;

1-[6-(2-Piperidin-4-yl-ethoxy)pyridin-2-yl]-3-[2-phenylthiazol-4-yl]urea;

~~1-[6-(4-Ethylpiperazin-1-yl)-pyridin-2-yl]-3-(2-phenylthiazol-4-yl)urea;~~

~~Diethyl 6-[3-(2-phenylthiazol-4-yl)ureido]-pyridine-2-carboxamide;~~

1-(2-Pyridin-4-yl-thiazol-4-yl)-3-(6-*p*-pyrrolidin-1-ylmethylphenoxy)pyridin-2-yl)urea;

1-(2-Bromothiazol-4-yl)-3-(6-*p*-pyrrolidin-1-ylmethylphenoxy)pyridin-2-yl)urea;

1-[6-(Piperidin-4-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;

1-[6-(1-Methyl-piperidin-4-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;

1-[6-(1-Methyl-piperidin-4-yloxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;

1-[6-(1-Methyl-azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;

1-[6-(Azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;

1-[6-(1-Methyl-azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;

1-(2-Phenyl-thiazol-4-yl)-3-[6-(piperidin-4-ylmethoxy)-pyridin-2-yl]-urea;

1-[6-(1-Methyl-piperidin-4-ylmethoxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;

1-[6-(1-Methyl-piperidin-4-yloxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;

1-[6-(2-Piperidin-4-yl-ethoxy)-pyridin-2-yl]-3-(2-thiophen-2-yl-thiazol-4-yl)-urea; and

1-[6-(1-Methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-3-[2-(thiophene-2-sulfonylmethyl)-thiazol-4-yl]-urea;

~~1-[2-(2-Methoxy-pyridin-4-yl)-thiazol-4-yl]-3-[6-(piperidin-1-ylmethyl-pyridin-2-yl)-urea]; and~~  
~~[2-(2-Chloro-pyridin-4-yl)-thiazol-4-yl]-3-[6-(piperidin-1-ylmethyl-pyridin-2-yl)-urea~~  
pharmaceutically acceptable salts thereof.

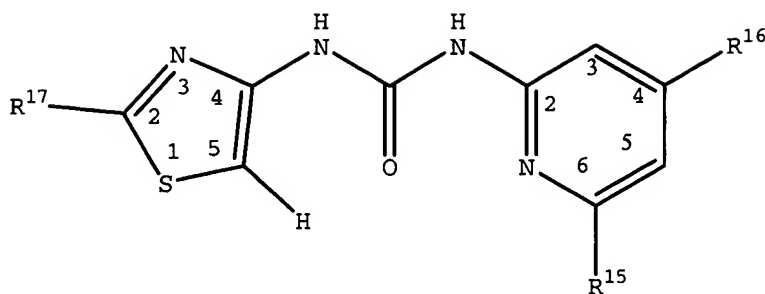
Claim 122 (currently amended): The method of Claim 111, wherein the compound is and  
~~pharmaceutically acceptable derivatives thereof~~ selected from:

~~1-[6-(3-Methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;~~  
~~1-[4-(Piperidine-1-carbonyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~N,N-Diethyl-2-[3-(2-pyridin-4-yl-thiazol-4-yl)-ureido]-isonicotinamide;~~  
~~1-(4-Diethylaminomethyl-pyridin-2-yl)-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-[6-(2,6-Dimethyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-[6-(1-Piperidin-1-yl-ethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~2-({6-[3-(2-Pyridin-4-yl-thiazol-4-yl)-ureido]-pyridin-2-ylamino}-methyl)-piperidine-1-carboxylic acid tert-butyl ester;~~  
~~1-{6-[(Piperidin-2-ylmethyl)-amino]-pyridin-2-yl}-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~(S)-1-[6-(3-Methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~(R)-1-[6-(3-Methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-(2-Chloro-thiazol-4-yl)-3-[6-(piperidin-1-ylmethyl-pyridin-2-yl)-urea];~~  
1-(2-Bromo-thiazol-4-yl)-3-[6-(2-piperidin-4-yl-ethoxy)-pyridin-2-yl]-urea;  
1-(2-Chloro-thiazol-4-yl)-3-[6-(2-piperidin-4-yl-ethoxy)-pyridin-2-yl]-urea;  
1-[6-(Azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-bromo-thiazol-4-yl)-urea;  
1-[6-(Azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-chloro-thiazol-4-yl)-urea;  
1-(2-Bromo-thiazol-4-yl)-3-[6-(piperidin-4-ylmethoxy)-pyridin-2-yl]-urea;  
1-(2-Chloro-thiazol-4-yl)-3-[6-(piperidin-4-ylmethoxy)-pyridin-2-yl]-urea;  
3-(4-{3-[6-(1-Methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-ureido}-thiazol-2-yl)-  
benzenesulfonamide;  
*tert*-Butyl 3-{6-[3-(2-pyridin-4-yl-thiazol-4-yl)-ureido]-pyridin-2-yloxymethyl}-pyrrolidine-1-carboxylate;  
1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(pyrrolidin-3-ylmethoxy)-pyridin-2-yl]-urea;

1-(2-Cyclopropyl-thiazol-4-yl)-3-[6-(2-piperidin-4-yl-ethoxy)-pyridin-2-yl]-urea;  
~~Isopropyl {6 [3 (2 pyridin 4 yl thiazol 4 yl) ureido] pyridin 2 ylmethyl} carbamic acid tert-butyl ester;~~  
~~1 {6 (Isopropylamine methyl) pyridin 2 yl} 3 (2 pyridin 4 yl thiazol 4 yl) urea;~~  
~~Isopropyl {6 [3 (2 phenyl thiazol 4 yl) ureido] pyridin 2 ylmethyl} carbamic acid tert-butyl ester;~~  
~~1 {6 (Isopropylamine methyl) pyridin 2 yl} 3 (2 phenyl thiazol 4 yl) urea;~~  
1-(2-Bromo-thiazol-4-yl)-3-[6-(1-methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;  
1-(2-Chloro-thiazol-4-yl)-3-[6-(1-methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;  
1-(2-phenylthiazol-4-yl)-3-(6-*p*-pyrrolidin-1-ylmethylphenoxy)pyridin-2-yl)urea;  
1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(tetrahydro-furan-3-yloxy)-pyridin-2-yl]-urea;  
~~1 {2 (1H Indazol 5 yl) thiazol 4 yl} 3 (6 piperidin 1 ylmethyl pyridin 2 yl) urea;~~  
~~1 (1' Methyl 1',2',3',6' tetrahydro [2,4']bipyridinyl 6 yl) 3 (2 pyridin 4 yl thiazol 4 yl) urea;~~  
~~1 (2 Bromo thiazol 4 yl) 3 (1' methyl 1',2',3',6' tetrahydro [2,4']bipyridinyl 6 yl) urea;~~  
~~1 (1' Methyl 1',2',3',6' tetrahydro 2[2,4]bipyridinyl 6 yl) 3 (2 phenyl thiazol 4 yl) urea;~~  
~~1 {6 (3 Hydroxy propylamine) pyridin 2 yl} 3 (2 pyridin 4 yl thiazol 4 yl) urea;~~  
~~1 (2 Bromo thiazol 4 yl) 3 {6(3 hydroxy propylamine) pyridin 2 yl} urea;~~  
~~1 (1' Methyl 1',2',3',4',5',6' hexahydro [2,4']bipyridinyl 6 yl) 3 (2 pyridin 4 yl thiazol 4 yl) urea;~~  
~~1 (1' Methyl 1',2',3',4',5',6' hexahydro [2,4']bipyridinyl 6 yl) 3 (2 phenyl thiazol 4 yl) urea;~~  
~~6 [3 (2 Pyridin 4 yl thiazol 4 yl) ureido] 3',6' dihydro 2'H [2,4]bipyridinyl 1' carboxylic acid tert-butylester;~~  
~~1 (2 Pyridin 4 yl thiazol 4 yl) 3 (1',2',3',6' tetrahydro [2,4']bipyridinyl 6 yl) urea;~~  
1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(tetrahydro-furan-3-ylmethoxy)-pyridin-2-yl]-urea;  
2-[6-[3-(2-Pyridin-4-yl-thiazol-4-yl)-ureido]-pyridin-2-yloxymethyl]-pyrrolidine-1-carboxylic acid tert-butyl ester;  
1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;  
~~6 [3 (2 Pyridin 4 yl thiazol 4 yl) ureido] pyridine 2 carbothioic acid diethylamide;~~  
~~1 (2 Bromo thiazol 4 yl) 3 {6 (3 methyl piperidin 1 ylmethyl) pyridin 2 yl} urea;~~  
~~1 (2 Chloro thiazol 4 yl) 3 {6 (3 methyl piperidin 1 ylmethyl) pyridin 2 yl} urea;~~  
1-[2-(2-Methoxy-pyridin-4-yl)-thiazol-4-yl]-3-[6-(1-methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;

1-[6-(2-Dimethylamino-ethoxy)-pyridin-2-yl]-3-[2-(2-methoxy-pyridin-4-yl)-thiazol-4-yl]-urea;  
1-[6-(1-Methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
~~1-(2-phenylthiazol-4-yl)-3-(6-pyrrolidin-1-ylmethyl-pyridin-2-yl)urea;~~  
~~1-(6-Diethylaminomethylpyridin-2-yl)-3-(2-phenylthiazol-4-yl)urea;~~  
(S)-1-[6-(1-Methylpyrrolidin-2-ylmethoxy)pyridin-2-yl]-3-(2-phenylthiazol-4-yl)urea;  
1-[6-(2-Piperidin-4-yl-ethoxy)pyridin-2-yl]-3-[2-phenylthiazol-4-yl]urea;  
~~1-[6-(4-Ethylpiperazin-1-yl)-pyridin-2-yl]-3-(2-phenylthiazol-4-yl)urea;~~  
~~1-(2-phenylthiazol-4-yl)-3-[6-(4-pyrimidin-2-yl-piperazin-1-yl)pyridin-2-yl]urea;~~  
~~Diethyl 6-[3-(2-phenylthiazol-4-yl)urcide]pyridine-2-carboxamide;~~  
1-(2-Pyridin-4-yl-thiazol-4-yl)-3-(6-*p*-pyrrolidin-1-ylmethylphenoxy)pyridin-2-yl)urea;  
1-(2-Bromothiazol-4-yl)-3-(6-*p*-pyrrolidin-1-ylmethylphenoxy)pyridin-2-yl)urea;  
1-[6-(Piperidin-4-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
1-[6-(1-Methyl-piperidin-4-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
1-[6-(1-Methyl-piperidin-4-yloxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
1-[6-(1-Methyl-azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
1-[6-(Azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;  
1-[6-(1-Methyl-azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;  
1-(2-Phenyl-thiazol-4-yl)-3-[6-(piperidin-4-ylmethoxy)-pyridin-2-yl]-urea;  
1-[6-(1-Methyl-piperidin-4-ylmethoxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;  
1-[6-(1-Methyl-piperidin-4-yloxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;  
1-[6-(2-Piperidin-4-yl-ethoxy)-pyridin-2-yl]-3-(2-thiophen-2-yl-thiazol-4-yl)-urea; and  
1-[6-(1-Methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-3-[2-(thiophene-2-sulfonylmethyl)-thiazol-4-yl]-urea;  
~~1-[2-(2-Methoxy-pyridin-4-yl)-thiazol-4-yl]-3-(6-piperidin-1-ylmethyl-pyridin-2-yl)-urea; and~~  
~~[2-(2-Chloro-pyridin-4-yl)-thiazol-4-yl]-3-(6-piperidin-1-ylmethyl-pyridin-2-yl)-urea;~~  
and pharmaceutically acceptable salts thereof.

Claim 123 (currently amended): A method of inhibiting a serine/threonine kinase which comprises administering an effective amount of a compound of Formula VI



VI

wherein R<sup>15</sup> is one or more substituents selected from ~~H, optionally substituted heterocyclyl, phenyl, C<sub>1</sub>-C<sub>2</sub>-alkyl, C<sub>1</sub>-C<sub>2</sub>-haloalkyl, C<sub>1</sub>-C<sub>4</sub>-hydroxyalkyl, amino, C<sub>1</sub>-C<sub>4</sub>-azidoalkyl, C<sub>1</sub>-C<sub>4</sub>-cyanoalkyl, C<sub>1</sub>-C<sub>4</sub>-aminoalkyl, halo, hydroxy, (optionally substituted heterocyclyl) C<sub>1</sub>-C<sub>4</sub>-alkyl, optionally substituted phenoxy, C<sub>1</sub>-C<sub>2</sub>-alkyl, C<sub>1</sub>-C<sub>4</sub>-alkoxy, C<sub>1</sub>-C<sub>4</sub>-allyl, C<sub>1</sub>-C<sub>4</sub>-allylamino, C<sub>1</sub>-C<sub>4</sub>-alkyl, C<sub>1</sub>-C<sub>4</sub>-hydroxyalkylamino, amino, C<sub>1</sub>-C<sub>4</sub>-alkoxy, C<sub>1</sub>-C<sub>4</sub>-alkyl, optionally substituted heterocycloxy, optionally substituted heterocyclyl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, C<sub>1</sub>-C<sub>4</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkoxy, and optionally substituted phenoxy, C<sub>1</sub>-C<sub>4</sub>-alkoxycarbonyl, 5-6 membered heterocyclyl, C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl, 5-6 membered N-containing heterocyclylcarbonyl, C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl, C<sub>1</sub>-C<sub>4</sub>-alkylaminethiocarbonyl, C<sub>1</sub>-C<sub>4</sub>-allylamino, C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl, aminocarbonyl, 5-6 membered N-containing heterocyclyl sulfonyl, C<sub>1</sub>-C<sub>4</sub>-alkyl, 5-6 membered N-containing heterocyclyl, C<sub>1</sub>-C<sub>4</sub>-allylamino, C<sub>1</sub>-C<sub>4</sub>-alkylamino, C<sub>1</sub>-C<sub>4</sub>-alkylamino, C<sub>1</sub>-C<sub>4</sub>-alkylamino, C<sub>1</sub>-C<sub>4</sub>-alkyl, and C<sub>1</sub>-C<sub>4</sub>-allylamino, C<sub>1</sub>-C<sub>4</sub>-allylamino;~~

wherein R<sup>16</sup> is selected from H, ~~heterocyclylcarbonyl, alkylaminocarbonyl, and~~ alkylaminomethyl, ~~and heterocyclylmethyl;~~ and

wherein R<sup>17</sup> is selected from halo, C<sub>1</sub>-C<sub>6</sub>-alkyl, cycloalkylalkynyl, cycloalkyl, ~~optionally substituted indolyl, optionally substituted indazolyl, optionally substituted phenoxy, optionally substituted heteroaryl, sulfonyl, C<sub>1</sub>-C<sub>4</sub>-alkyl, thienyl, sulfonyl, C<sub>1</sub>-C<sub>4</sub>-alkyl, unsubstituted 5-membered oxygen or sulfur-containing heteroaryl, thienyl, unsubstituted 6-membered nitrogen-containing heterocyclyl, phenyl optionally substituted with one or two substituents selected~~

~~from halo, C<sub>1</sub>-C<sub>4</sub>-alkylamino, amino, nitro, C<sub>1</sub>-C<sub>4</sub>-alkoxy, C<sub>1</sub>-C<sub>2</sub>-haloalkyl, hydroxy, C<sub>1</sub>-C<sub>4</sub>-alkylthio, C<sub>1</sub>-C<sub>4</sub>-alkylcarbonylamino, (optionally substituted phenyl)sulfonylamino, cyano, C<sub>1</sub>-C<sub>2</sub>-haloalkoxy, 5- or 6-membered N-containing~~

~~heterocyclyl, aminosulfonyl, (6-membered N-containing heterocyclyl)sulfonyl, C<sub>1</sub>-C<sub>2</sub>-haloalkylcarboxylaminosulfonyl and (optionally substituted phenyl)aminosulfonyl, and 6-membered nitrogen-containing heterocyclyl optionally substituted with one or more substituents independently selected from pyridyl, phenyl,~~

~~C<sub>1</sub>-C<sub>4</sub>-alkyl, C<sub>1</sub>-C<sub>2</sub>-haloalkyl, C<sub>1</sub>-C<sub>2</sub> alkoxy, amino, halo, piperidinyl, morpholinyl, C<sub>1</sub>-C<sub>2</sub>-alkylpiperazinyl, C<sub>1</sub>-C<sub>2</sub>-alkylaminothiocarbonyl, N,N-di-C<sub>1</sub>-C<sub>2</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkenyl, N-C<sub>1</sub>-C<sub>2</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkenyl, morpholinyl-C<sub>1</sub>-C<sub>4</sub>-alkenylaminocarbonyl, aminocarbonyl, C<sub>1</sub>-C<sub>2</sub>-haloalkylcarboxylamino, morpholinyl-C<sub>1</sub>-C<sub>4</sub>-alkenylamino, N,N-di-C<sub>1</sub>-C<sub>2</sub>-alkylamino and N,N-di-C<sub>1</sub>-C<sub>2</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkenylamine;~~

and pharmaceutically acceptable derivatives salts thereof;

~~provided only one of R<sup>15</sup> and R<sup>16</sup> is H.~~

Claim 124 (currently amended): The method of Claim 123 wherein R<sup>15</sup> is selected from ~~H, optionally substituted pyrrolidinyl, optionally substituted piperazinyl, optionally substituted piperidinyl, morpholinyl, 1,2,3,6-tetrahydro-pyridinyl, (optionally substituted pyrrolidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkyl, (optionally substituted piperidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkyl, (optionally substituted piperazinyl)-C<sub>1</sub>-C<sub>2</sub>-alkyl, morpholinyl-C<sub>1</sub>-C<sub>2</sub>-alkyl, C<sub>1</sub>-C<sub>4</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkyl, C<sub>1</sub>-C<sub>4</sub>-hydroxyalkylamino, (optionally substituted pyrrolidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkylamino, (optionally substituted piperidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkylamino, (optionally substituted piperazinyl)-C<sub>1</sub>-C<sub>2</sub>-alkylamino, morpholinyl-C<sub>1</sub>-C<sub>2</sub>-alkylamino, optionally substituted pyrrolidinyl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, optionally substituted azetidiny-C<sub>1</sub>-C<sub>4</sub>-alkoxy, tetrahydrofuryl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, optionally substituted piperidinyl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, C<sub>1</sub>-C<sub>4</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkoxy, tetrahydrofuryloxy, optionally substituted piperidinyl, and optionally substituted phenoxy, C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl and C<sub>1</sub>-C<sub>4</sub>-alkylaminothiocarbonyl;~~ wherein R<sup>16</sup> is selected from H, ~~5-6-membered nitrogen-containing heterocyclylcarboxyl, C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl, and C<sub>1</sub>-C<sub>4</sub>-alkylaminomethyl, and 5-6-membered nitrogen-containing heterocyclylmethyl;~~ and wherein R<sup>17</sup> is selected from halo, C<sub>1</sub>-C<sub>2</sub>-alkyl, ~~optionally substituted 5-6-membered heterocyclylsulfonyl, C<sub>1</sub>-C<sub>2</sub>-alkyl, optionally substituted phenoxy, and C<sub>3</sub>-C<sub>6</sub>-cycloalkyl-C<sub>2</sub>-C<sub>4</sub>-alkynyl, and pharmaceutically acceptable derivatives thereof.~~

Claim 125 (currently amended): The method of Claim 124 wherein R<sup>15</sup> is selected from ~~H,~~ tetrahydro-furanyloxy, 1-methylpyrrolidin-2-ylmethoxy, 2-pyrrolidinylmethoxy, 3-

pyrrolidinylmethoxy, 1-Boc-pyrrolidin-2-ylmethoxy, 4-piperidinylmethoxy, 1-Boc-piperidin-4-ylmethoxy, 1-Boc-piperidin-4-ylethoxy, piperidin-4-ylethoxy, 1-methyl-piperidin-4-ylmethoxy, 1-Boc-azetidin-3-ylmethoxy, 1-methyl-azetidin-3-ylmethoxy, 3-azetidinylmethoxy, 1-methyl-piperidin-4-yloxy, ~~phenyloxy, phenoxy,~~ 4-(pyrrolidin-1-ylmethyl)phenoxy, and dimethylaminoethoxy, ~~1-piperidinylmethyl, 1-(piperidin-1-yl)ethyl, 3-methylpiperidin-1-ylmethyl, 1-pyrrolidinylmethyl, 2,2,6,6-tetramethylpiperidin-1-ylmethyl, 2,6-dimethylpiperidin-1-ylmethyl, dimethylaminomethyl, diethylaminomethyl, diethylaminothiocarbonyl, diethylaminocarbonyl, N-Boc-N-isopropylaminomethyl, isopropylaminomethyl, 2-thienylsulfonylmethyl, hydroxypropylamine, 4-ethyl-piperidin-1-yl, 4-(2-pyridyl)piperidin-1-yl, 1-methylpiperidin-4-yl, 4-(2-pyrazinyl)piperidin-1-yl, 1-methyl-1,2,3,6-tetrahydro-pyridin-4-yl, 1,2,3,6-tetrahydro-pyridin-4-yl, and 1-Boc-1,2,3,6-tetrahydro-pyridin-4-yl;~~ wherein R<sup>16</sup> is selected from H, ~~1-piperidinylcarbonyl,~~ diethylaminocarbonyl, and diethylaminomethyl, ~~1-piperidinylmethyl;~~ and wherein R<sup>17</sup> is selected from chloro, bromo, methyl and cyclopropylethynyl, ~~and pharmaceutically acceptable derivatives thereof.~~

Claim 126 (currently amended): The method of Claim 125, wherein R<sup>17</sup> is chloro or bromo, ~~and pharmaceutically acceptable derivatives thereof.~~

Claim 127 (currently amended): The method of Claim 123, wherein R<sup>15</sup> is selected from H, ~~optionally substituted pyrrolidinyl, optionally substituted piperazinyl, optionally substituted piperidinyl, morpholinyl, 1,2,3,6-tetrahydro-pyridinyl, (optionally substituted pyrrolidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkyl, (optionally substituted piperidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkyl, (optionally substituted piperazinyl)-C<sub>1</sub>-C<sub>2</sub>-alkyl, morpholinyl-C<sub>1</sub>-C<sub>2</sub>-alkyl, (optionally substituted pyrrolidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkylamine, (optionally substituted piperidinyl)-C<sub>1</sub>-C<sub>2</sub>-alkylamine, (optionally substituted piperazinyl)-C<sub>1</sub>-C<sub>2</sub>-alkylamine, morpholinyl-C<sub>1</sub>-C<sub>2</sub>-alkylamine, C<sub>1</sub>-C<sub>4</sub>-alkylamine-C<sub>1</sub>-C<sub>4</sub>-alkyl, C<sub>1</sub>-C<sub>4</sub>-hydroxyalkylamine,~~ optionally substituted pyrrolidinyl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, optionally substituted azetidinyl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, tetrahydrofuryl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, optionally substituted piperidinyl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, C<sub>1</sub>-C<sub>4</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkoxy, tetrahydrofuryloxy, optionally substituted piperidinyl, and optionally substituted phenoxy, ~~C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl and C<sub>1</sub>-C<sub>4</sub>-alkylaminothiocarbonyl;~~ wherein R<sup>16</sup> is selected from H, ~~5-6-membered nitrogen-containing heterocyclylcarbonyl,~~ C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl, and C<sub>1</sub>-C<sub>4</sub>-alkylaminomethyl, ~~and 5-6-~~

~~membered nitrogen-containing heterocyclylmethyl; and wherein R<sup>17</sup> is selected from C<sub>3</sub>-C<sub>6</sub>-cycloalkyl and phenyl- optionally substituted with one or two substituents selected from halo, C<sub>1</sub>-C<sub>4</sub>-alkylamino, amino, nitro, C<sub>1</sub>-C<sub>4</sub>-alkoxy, C<sub>1</sub>-C<sub>2</sub>-haloalkyl, hydroxy, C<sub>1</sub>-C<sub>4</sub>-alkylthio, C<sub>1</sub>-C<sub>4</sub>-alkylcarbonylamino, (optionally substituted phenyl)sulfonylamino, cyano, C<sub>1</sub>-C<sub>2</sub>-haloalkoxy, 5- or 6- membered N-containing heterocyclyl, aminosulfonyl, (6- membered N-containing heterocyclyl)sulfonyl, C<sub>1</sub>-C<sub>2</sub>-haloalkylcarbonylaminosulfonyl and (optionally substituted phenyl)aminosulfonyl; and pharmaceutically acceptable derivatives thereof.~~

Claim 128 (currently amended): The method of Claim 127, wherein R<sup>15</sup> is selected from H, tetrahydro-furanyloxy, 1-methylpyrrolidin-2-ylmethoxy, 2-pyrrolidinylmethoxy, 3-pyrrolidinylmethoxy, 1-Boc-pyrrolidin-2-ylmethoxy, 4-piperidinylmethoxy, 1-Boc-piperidin-4-ylmethoxy, 1-Boc-piperidin-4-ylethoxy, piperidin-4-ylethoxy, 1-methyl-piperidin-4-ylmethoxy, 1-Boc-azetidin-3-ylmethoxy, 1-methyl-azetidin-3-ylmethoxy, 3-azetidinylmethoxy, 1-methyl-piperidin-4-yloxy, ~~phenyloxy~~, phenoxy 4-(pyrrolidin-1-ylmethyl)phenoxy, and dimethylaminoethoxy, ~~1-piperidinylmethyl, 1-(piperidin-1-yl)ethyl, 3-methylpiperidin-1-ylmethyl, 1-pyrrolidinylmethyl, 2,2,6,6-tetramethylpiperidin-1-ylmethyl, 2,6-dimethylpiperidin-1-ylmethyl, dimethylaminomethyl, diethylaminomethyl, diethylaminothiocarbonyl, diethylaminocarbonyl, N-Boc-N-isopropylaminomethyl, isopropylaminomethyl, 2-thienylsulfonylmethyl, hydroxypropylamino, 4-ethyl-piperidin-1-yl, 4-(2-pyridyl)piperidin-1-yl, 1-methylpiperidin-4-yl, 4-(2-pyrazinyl)piperidin-1-yl, 1-methyl-1,2,3,6-tetrahydro-pyridin-4-yl, 1,2,3,6-tetrahydro-pyridin-4-yl, and 1-Boc-1,2,3,6-tetrahydro-pyridin-4-yl~~; wherein R<sup>16</sup> is selected from H, ~~1-piperidinylcarbonyl~~, diethylaminocarbonyl, and diethylaminomethyl, ~~1-piperidinylmethyl~~; and wherein R<sup>17</sup> is selected from cyclopropyl and phenyl-~~optionally substituted with aminosulfonyl; and pharmaceutically acceptable derivatives thereof.~~

Claim 129 (currently amended): The method of Claim 128, wherein R<sup>17</sup> is unsubstituted phenyl; ~~and pharmaceutically acceptable derivatives thereof.~~

Claim 130 (currently amended): The method of Claim 123, wherein R<sup>15</sup> is selected from H, ~~optionally substituted pyrrolidinyl, optionally substituted piperazinyl, optionally substituted piperidinyl, morpholinyl, 1,2,3,6-tetrahydro-pyridinyl, (optionally substituted pyrrolidinyl) C<sub>1</sub>-~~

~~C<sub>2</sub>-alkyl, (optionally substituted piperidinyl) C<sub>4</sub>-C<sub>2</sub>-alkyl, (optionally substituted piperazinyl) C<sub>4</sub>-C<sub>2</sub>-alkyl, morpholinyl C<sub>4</sub>-C<sub>2</sub>-alkyl, (optionally substituted pyrrolidinyl) C<sub>4</sub>-C<sub>2</sub>-alkylamino, (optionally substituted piperidinyl) C<sub>4</sub>-C<sub>2</sub>-alkylamino, (optionally substituted piperazinyl) C<sub>4</sub>-C<sub>2</sub>-alkylamino, morpholinyl C<sub>4</sub>-C<sub>2</sub>-alkylamino, C<sub>4</sub>-C<sub>4</sub>-alkylamino C<sub>4</sub>-C<sub>4</sub>-alkyl, C<sub>4</sub>-C<sub>4</sub>-hydroxyalkylamino, optionally substituted pyrrolidinyl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, optionally substituted azetidiny-C<sub>1</sub>-C<sub>4</sub>-alkoxy, tetrahydrofuryl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, optionally substituted piperidinyl-C<sub>1</sub>-C<sub>4</sub>-alkoxy, C<sub>1</sub>-C<sub>4</sub>-alkylamino-C<sub>1</sub>-C<sub>4</sub>-alkoxy, tetrahydrofuryloxy, optionally substituted piperidinyl, and optionally substituted phenoxy, C<sub>4</sub>-C<sub>4</sub>-alkylaminocarbonyl and C<sub>4</sub>-C<sub>4</sub>-alkylaminethiocarbonyl; wherein R<sup>16</sup> is selected from H, 5-6 membered nitrogen-containing heterocyclylcarbonyl, C<sub>1</sub>-C<sub>4</sub>-alkylaminocarbonyl, and C<sub>1</sub>-C<sub>4</sub>-alkylaminomethyl, and 5-6 membered nitrogen-containing heterocyclylmethyl; and wherein R<sup>17</sup> is selected from optionally substituted indazolyl, optionally substituted indolyl, unsubstituted 5-membered oxygen or sulfur containing heterocaryl, unsubstituted thienyl, unsubstituted 6-membered nitrogen-containing heterocyclyl, and 6-membered nitrogen-containing heterocyclyl substituted with one or more substituents independently selected from pyridyl, phenyl,~~

~~C<sub>4</sub>-C<sub>4</sub>-alkyl, C<sub>4</sub>-C<sub>2</sub>-haloalkyl, C<sub>1</sub>-C<sub>2</sub> alkoxy, amino, halo, piperidinyl, morpholinyl, C<sub>4</sub>-C<sub>2</sub>-alkylpiperazinyl, C<sub>4</sub>-C<sub>2</sub>-alkylaminethiocarbonyl, N,N-di-C<sub>4</sub>-C<sub>2</sub>-alkylamino C<sub>4</sub>-C<sub>4</sub>-alkylenyl, N-C<sub>4</sub>-C<sub>2</sub>-alkylamino C<sub>4</sub>-C<sub>4</sub>-alkylenyl, morpholinyl C<sub>4</sub>-C<sub>4</sub>-alkylenylaminocarbonyl, aminocarbonyl, C<sub>4</sub>-C<sub>2</sub>-haloalkylcarbonylamino, morpholinyl C<sub>4</sub>-C<sub>4</sub>-alkylenylamino, N,N-di-C<sub>4</sub>-C<sub>2</sub>-alkylamino and N,N-di-C<sub>4</sub>-C<sub>2</sub>-alkylamino C<sub>4</sub>-C<sub>4</sub>-alkylenylamino;~~

~~and pharmaceutically acceptable derivatives thereof.~~

Claim 131 (currently amended): The method of Claim 130, wherein R<sup>15</sup> is selected from H, tetrahydro-furanyloxy, 1-methylpyrrolidin-2-ylmethoxy, 2-pyrrolidinylmethoxy, 3-pyrrolidinylmethoxy, 1-Boc-pyrrolidin-2-ylmethoxy, 4-piperidinylmethoxy, 1-Boc-piperidin-4-ylmethoxy, 1-Boc-piperidin-4-ylethoxy, piperidin-4-ylethoxy, 1-methyl-piperidin-4-ylmethoxy, 1-Boc-azetidin-3-ylmethoxy, 1-methyl-azetidin-3-ylmethoxy, 3-azetidylmethoxy, 1-methyl-piperidin-4-yloxy, phenyloxy, 4-(pyrrolidin-1-ylmethyl)phenoxy, and dimethylaminoethoxy, 1-piperidinylmethyl, 1-(piperidin-1-yl)ethyl, 3-methylpiperidin-1-ylmethyl, 1-pyrrolidinylmethyl, 2,2,6,6-tetramethylpiperidin-1-ylmethyl, 2,6-dimethylpiperidin-1-ylmethyl, dimethylaminomethyl, diethylaminomethyl, diethylaminethiocarbonyl, diethylaminocarbonyl, N-

~~Boc-N-isopropylaminomethyl, isopropylaminomethyl, 2-thienylsulfenylmethyl, hydroxypropylamino, 4-ethyl-piperidin-1-yl, 4-(2-pyridyl)piperidin-1-yl, 1-methylpiperidin-4-yl, 4-(2-pyrazinyl)piperidin-1-yl, 1-methyl-1,2,3,6-tetrahydro-pyridin-4-yl, 1,2,3,6-tetrahydro-pyridin-4-yl, and 1-Boc-1,2,3,6-tetrahydro-pyridin-4-yl; wherein R<sup>16</sup> is selected from H, 1-piperidinylcarbonyl, diethylaminocarbonyl, and diethylaminomethyl, 1-piperidinylmethyl; and wherein R<sup>17</sup> is selected from 5-indazolyl, 1-Boc-indol-5-yl, unsubstituted thienyl, 5-tert-butylloxazol-2-yl and 4-pyridyl substituted with one or more substituents independently selected from methoxy and chloro; and pharmaceutically acceptable derivatives thereof.~~

Claim 132 (currently amended): The method of Claim ~~130~~ 123, wherein R<sup>17</sup> is 4-pyridyl; ~~and pharmaceutically acceptable derivatives thereof.~~

Claim 133 (currently amended): The method of Claim 123, wherein the compound is ~~and pharmaceutically acceptable derivatives thereof~~ selected from:

~~1-[6-(3-Methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;~~  
~~1-[4-(Piperidine-1-carbonyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-(2-Chloro-thiazol-4-yl)-3-[4-(piperidine-1-carbonyl)-pyridin-2-yl]-urea;~~  
~~N,N-Diethyl-2-[3-(2-pyridin-4-yl-thiazol-4-yl)-ureido]-isonicotinamide;~~  
~~N,N-Diethyl-2-[3-(2-phenyl-thiazol-4-yl)-ureido]-isonicotinamide;~~  
~~2-[3-(2-Bromo-thiazol-4-yl)-ureido]-N,N-diethyl-isonicotinamide;~~  
~~1-(4-Diethylaminomethyl-pyridin-2-yl)-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-[6-(2,6-Dimethyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-[6-(1-Piperidin-1-yl-ethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~2-((6-[3-(2-Pyridin-4-yl-thiazol-4-yl)-ureido]-pyridin-2-ylamino)-methyl)-piperidine-1-carboxylic acid tert-butyl ester;~~  
~~1-[6-[(Piperidin-2-ylmethyl)-amino]-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~(S)-1-[6-(3-Methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~(R)-1-[6-(3-Methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-(2-Chloro-thiazol-4-yl)-3-(6-piperidin-1-ylmethyl-pyridin-2-yl)-urea;~~  
~~1-(2-Bromo-thiazol-4-yl)-3-[6-(2-piperidin-4-yl-ethoxy)-pyridin-2-yl]-urea;~~

1-(2-Chloro-thiazol-4-yl)-3-[6-(2-piperidin-4-yl-ethoxy)-pyridin-2-yl]-urea;  
1-[6-(Azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-bromo-thiazol-4-yl)-urea;  
1-[6-(Azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-chloro-thiazol-4-yl)-urea;  
1-(2-Bromo-thiazol-4-yl)-3-[6-(piperidin-4-ylmethoxy)-pyridin-2-yl]-urea;  
1-(2-Chloro-thiazol-4-yl)-3-[6-(piperidin-4-ylmethoxy)-pyridin-2-yl]-urea;  
*tert*-Butyl 3-{6-[3-(2-pyridin-4-yl-thiazol-4-yl)-ureido]-pyridin-2-yloxymethyl}-pyrrolidine-1-carboxylate;  
1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(pyrrolidin-3-ylmethoxy)-pyridin-2-yl]-urea;  
1-(2-Cyclopropyl-thiazol-4-yl)-3-[6-(2-piperidin-4-yl-ethoxy)-pyridin-2-yl]-urea;  
~~1-[6-(Isopropylamino-methyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-[6-(Isopropylamino-methyl)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;~~  
~~1-(2-Bromo-thiazol-4-yl)-3-[6-(isopropylamino-methyl)-pyridin-2-yl]-urea;~~  
1-(2-Bromo-thiazol-4-yl)-3-[6-(1-methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;  
1-(2-Chloro-thiazol-4-yl)-3-[6-(1-methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;  
1-(2-phenylthiazol-4-yl)-3-(6-*p*-pyrrolidin-1-ylmethylphenoxy)pyridin-2-yl)urea;  
1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(tetrahydro-furan-3-yloxy)-pyridin-2-yl]-urea;  
~~1-[2-(1H-Indazol-5-yl)-thiazol-4-yl]-3-(6-piperidin-1-ylmethyl-pyridin-2-yl)-urea;~~  
~~1-(1'-Methyl-1',2',3',6'-tetrahydro-[2,4']bipyridinyl-6-yl)-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-(2-Bromo-thiazol-4-yl)-3-(1'-methyl-1',2',3',6'-tetrahydro-[2,4']bipyridinyl-6-yl)-urea;~~  
~~1-(1'-Methyl-1',2',3',6'-tetrahydro-2-[2,4']bipyridinyl-6-yl)-3-(2-phenyl-thiazol-4-yl)-urea;~~  
~~1-[6-(3-Hydroxy-propylamino)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-(2-Bromo-thiazol-4-yl)-3-[6-(3-hydroxy-propylamino)-pyridin-2-yl]-urea;~~  
~~1-(1'-Methyl-1',2',3',4',5',6'-hexahydro-[2,4']bipyridinyl-6-yl)-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~urea;~~  
~~1-(1'-Methyl-1',2',3',4',5',6'-hexahydro-[2,4']bipyridinyl-6-yl)-3-(2-phenyl-thiazol-4-yl)-urea;~~  
~~6-[3-(2-Pyridin-4-yl-thiazol-4-yl)-ureido]-3',6'-dihydro-2'H-[2,4']bipyridinyl-1'-carboxylic acid~~  
~~*tert*-butylester;~~  
~~1-(2-Pyridin-4-yl-thiazol-4-yl)-3-(1',2',3',6'-tetrahydro-[2,4']bipyridinyl-6-yl)-urea;~~  
1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(tetrahydro-furan-3-ylmethoxy)-pyridin-2-yl]-urea;

2-[6-[3-(2-Pyridin-4-yl-thiazol-4-yl)-ureido]-pyridin-2-yloxymethyl]-pyrrolidine-1-carboxylic acid tert-butyl ester;

1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;

~~6-[3-(2-Pyridin-4-yl-thiazol-4-yl)-ureido]-pyridine-2-carbothioic acid diethylamide;~~

~~1-(2-Bromo-thiazol-4-yl)-3-[6-(3-methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-urea;~~

~~1-(2-Chloro-thiazol-4-yl)-3-[6-(3-methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-urea;~~

~~1-(2-Phenyl-thiazol-4-yl)-3-[4-(piperidino-1-carbonyl)-pyridin-2-yl]-urea;~~

~~1-(2-Bromo-thiazol-4-yl)-3-[4-(piperidine-1-carbonyl)-pyridin-2-yl]-urea;~~

1-[2-(2-Methoxy-pyridin-4-yl)-thiazol-4-yl]-3-(6-phenoxy-pyridin-2-yl)-urea;

1-[2-(2-Methoxy-pyridin-4-yl)-thiazol-4-yl]-3-[6-(1-methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;

1-[6-(2-Dimethylamino-ethoxy)-pyridin-2-yl]-3-[2-(2-methoxy-pyridin-4-yl)-thiazol-4-yl]-urea;

1-[6-(1-Methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;

~~1-(2-phenylthiazol-4-yl)-3-(6-pyrrolidin-1-ylmethyl-pyridin-2-yl)urea;~~

~~1-(6-Diethylaminomethylpyridin-2-yl)-3-(2-phenylthiazol-4-yl)urea;~~

(S)-1-[6-(1-Methylpyrrolidin-2-ylmethoxy)pyridin-2-yl]-3-(2-phenylthiazol-4-yl)urea;

1-[6-(2-Piperidin-4-yl-ethoxy)pyridin-2-yl]-3-[2-phenylthiazol-4-yl]urea;

~~1-[6-(4-Ethylpiperazin-1-yl)-pyridin-2-yl]-3-(2-phenylthiazol-4-yl)urea;~~

~~Diethyl 6-[3-(2-phenylthiazol-4-yl)ureido]-pyridine-2-carboxamide;~~

1-(2-Pyridin-4-yl-thiazol-4-yl)-3-(6-*p*-pyrrolidin-1-ylmethylphenoxy)pyridin-2-yl)urea;

1-(2-Bromothiazol-4-yl)-3-(6-*p*-pyrrolidin-1-ylmethylphenoxy)pyridin-2-yl)urea;

1-[6-(Piperidin-4-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;

1-[6-(1-Methyl-piperidin-4-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;

1-[6-(1-Methyl-piperidin-4-yloxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;

1-[6-(1-Methyl-azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;

1-[6-(Azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;

1-[6-(1-Methyl-azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;

1-(2-Phenyl-thiazol-4-yl)-3-[6-(piperidin-4-ylmethoxy)-pyridin-2-yl]-urea;

1-[6-(1-Methyl-piperidin-4-ylmethoxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;

1-[6-(1-Methyl-piperidin-4-yloxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;

1-[6-(2-Piperidin-4-yl-ethoxy)-pyridin-2-yl]-3-(2-thiophen-2-yl-thiazol-4-yl)-urea; and

1-[6-(1-Methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-3-[2-(thiophene-2-sulfonylmethyl)-thiazol-4-yl]-urea;

~~1-[2-(2-Methoxy-pyridin-4-yl)-thiazol-4-yl]-3-(6-piperidin-1-ylmethyl-pyridin-2-yl)-urea; and~~  
~~[2-(2-Chloro-pyridin-4-yl)-thiazol-4-yl]-3-(6-piperidin-1-ylmethyl-pyridin-2-yl)-urea;~~  
and pharmaceutically acceptable salts thereof.

Claim 134 (currently amended): The method of Claim 123, wherein the compound is ~~and~~  
~~pharmaceutically acceptable derivatives thereof~~ selected from:

~~1-[6-(3-Methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;~~  
~~1-[4-(Piperidino-1-carbonyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~N,N-Diethyl-2-[3-(2-pyridin-4-yl-thiazol-4-yl)-ureido]-isonicotinamide;~~  
~~1-(4-Diethylaminomethyl-pyridin-2-yl)-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-[6-(2,6-Dimethyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-[6-(1-Piperidin-1-yl-ethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~2-((6-[3-(2-Pyridin-4-yl-thiazol-4-yl)-ureido]-pyridin-2-ylamino)-methyl)-piperidine-1-carboxylic acid tert-butyl ester;~~  
~~1-{6-[(Piperidin-2-ylmethyl)-amino]-pyridin-2-yl}-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~(S)-1-[6-(3-Methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~(R)-1-[6-(3-Methyl-piperidin-1-ylmethyl)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;~~  
~~1-(2-Chloro-thiazol-4-yl)-3-(6-piperidin-1-ylmethyl-pyridin-2-yl)-urea;~~  
1-(2-Bromo-thiazol-4-yl)-3-[6-(2-piperidin-4-yl-ethoxy)-pyridin-2-yl]-urea;  
1-(2-Chloro-thiazol-4-yl)-3-[6-(2-piperidin-4-yl-ethoxy)-pyridin-2-yl]-urea;  
1-[6-(Azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-bromo-thiazol-4-yl)-urea;  
1-[6-(Azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-chloro-thiazol-4-yl)-urea;  
1-(2-Bromo-thiazol-4-yl)-3-[6-(piperidin-4-ylmethoxy)-pyridin-2-yl]-urea;  
1-(2-Chloro-thiazol-4-yl)-3-[6-(piperidin-4-ylmethoxy)-pyridin-2-yl]-urea;  
3-(4-{3-[6-(1-Methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-ureido}-thiazol-2-yl)-  
benzenesulfonamide;  
*tert*-Butyl 3-{6-[3-(2-pyridin-4-yl-thiazol-4-yl)-ureido]-pyridin-2-yloxymethyl}-pyrrolidine-1-  
carboxylate;  
1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(pyrrolidin-3-ylmethoxy)-pyridin-2-yl]-urea;

1-(2-Cyclopropyl-thiazol-4-yl)-3-[6-(2-piperidin-4-yl-ethoxy)-pyridin-2-yl]-urea;  
~~Isopropyl {6 [3 (2 pyridin 4 yl thiazol 4 yl) ureido] pyridin 2 ylmethyl} carbamic acid tert-butyl ester;~~  
~~1 [6 (Isopropylamino methyl) pyridin 2 yl] 3 (2 pyridin 4 yl thiazol 4 yl) urea;~~  
~~Isopropyl {6 [3 (2 phenyl thiazol 4 yl) ureido] pyridin 2 ylmethyl} carbamic acid tert-butyl ester;~~  
~~1 [6 (Isopropylamino methyl) pyridin 2 yl] 3 (2 phenyl thiazol 4 yl) urea;~~  
1-(2-Bromo-thiazol-4-yl)-3-[6-(1-methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;  
1-(2-Chloro-thiazol-4-yl)-3-[6-(1-methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;  
1-(2-phenylthiazol-4-yl)-3-(6-*p*-pyrrolidin-1-ylmethylphenoxy)pyridin-2-yl)urea;  
1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(tetrahydro-furan-3-yloxy)-pyridin-2-yl]-urea;  
~~1 [2 (1H Indazol 5 yl) thiazol 4 yl] 3 (6 piperidin 1 ylmethyl pyridin 2 yl) urea;~~  
~~1 (1' Methyl 1',2',3',6' tetrahydro [2,4']bipyridinyl 6 yl) 3 (2 pyridin 4 yl thiazol 4 yl) urea;~~  
~~1 (2 Bromo thiazol 4 yl) 3 (1' methyl 1',2',3',6' tetrahydro [2,4']bipyridinyl 6 yl) urea;~~  
~~1 (1' Methyl 1',2',3',6' tetrahydro 2[2,4]bipyridinyl 6 yl) 3 (2 phenyl thiazol 4 yl) urea;~~  
~~1 [6 (3 Hydroxy propylamino) pyridin 2 yl] 3 (2 pyridin 4 yl thiazol 4 yl) urea;~~  
~~1 (2 Bromo thiazol 4 yl) 3 [6(3 hydroxy propylamino) pyridin 2 yl] urea;~~  
~~1 (1' Methyl 1',2',3',4',5',6' hexahydro [2,4']bipyridinyl 6 yl) 3 (2 pyridin 4 yl thiazol 4 yl) urea;~~  
~~1 (1' Methyl 1',2',3',4',5',6' hexahydro [2,4']bipyridinyl 6 yl) 3 (2 phenyl thiazol 4 yl) urea;~~  
~~6 [3 (2 Pyridin 4 yl thiazol 4 yl) ureido] 3',6' dihydro 2'H [2,4]bipyridinyl 1' carboxylic acid tert-butylester;~~  
~~1 (2 Pyridin 4 yl thiazol 4 yl) 3 (1',2',3',6' tetrahydro [2,4']bipyridinyl 6 yl) urea;~~  
1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(tetrahydro-furan-3-ylmethoxy)-pyridin-2-yl]-urea;  
2-[6-[3-(2-Pyridin-4-yl-thiazol-4-yl)-ureido]-pyridin-2-yloxymethyl]-pyrrolidine-1-carboxylic acid tert-butyl ester;  
1-(2-Pyridin-4-yl-thiazol-4-yl)-3-[6-(pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;  
~~6 [3 (2 Pyridin 4 yl thiazol 4 yl) ureido] pyridine 2 carbothioic acid diethylamide;~~  
~~1 (2 Bromo thiazol 4 yl) 3 [6 (3 methyl piperidin 1 ylmethyl) pyridin 2 yl] urea;~~  
~~1 (2 Chloro thiazol 4 yl) 3 [6 (3 methyl piperidin 1 ylmethyl) pyridin 2 yl] urea;~~  
1-[2-(2-Methoxy-pyridin-4-yl)-thiazol-4-yl]-3-[6-(1-methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-urea;

1-[6-(2-Dimethylamino-ethoxy)-pyridin-2-yl]-3-[2-(2-methoxy-pyridin-4-yl)-thiazol-4-yl]-urea;  
1-[6-(1-Methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
~~1-(2-phenylthiazol-4-yl)-3-(6-pyrrolidin-1-ylmethyl-pyridin-2-yl)urea;~~  
~~1-(6-Diethylaminomethylpyridin-2-yl)-3-(2-phenylthiazol-4-yl)urea;~~  
(S)-1-[6-(1-Methylpyrrolidin-2-ylmethoxy)pyridin-2-yl]-3-(2-phenylthiazol-4-yl)urea;  
1-[6-(2-Piperidin-4-yl-ethoxy)pyridin-2-yl]-3-[2-phenylthiazol-4-yl]urea;  
~~1-[6-(4-Ethylpiperazin-1-yl)-pyridin-2-yl]-3-(2-phenylthiazol-4-yl)urea;~~  
~~1-(2-phenylthiazol-4-yl)-3-[6-(4-pyrimidin-2-yl-piperazin-1-yl)pyridin-2-yl]urea;~~  
~~Diethyl 6-[3-(2-phenylthiazol-4-yl)ureido]pyridine-2-carboxamide;~~  
1-(2-Pyridin-4-yl-thiazol-4-yl)-3-(6-*p*-pyrrolidin-1-ylmethylphenoxy)pyridin-2-yl)urea;  
1-(2-Bromothiazol-4-yl)-3-(6-*p*-pyrrolidin-1-ylmethylphenoxy)pyridin-2-yl)urea;  
1-[6-(Piperidin-4-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
1-[6-(1-Methyl-piperidin-4-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
1-[6-(1-Methyl-piperidin-4-yloxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
1-[6-(1-Methyl-azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-pyridin-4-yl-thiazol-4-yl)-urea;  
1-[6-(Azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;  
1-[6-(1-Methyl-azetidin-3-ylmethoxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;  
1-(2-Phenyl-thiazol-4-yl)-3-[6-(piperidin-4-ylmethoxy)-pyridin-2-yl]-urea;  
1-[6-(1-Methyl-piperidin-4-ylmethoxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;  
1-[6-(1-Methyl-piperidin-4-yloxy)-pyridin-2-yl]-3-(2-phenyl-thiazol-4-yl)-urea;  
1-[6-(2-Piperidin-4-yl-ethoxy)-pyridin-2-yl]-3-(2-thiophen-2-yl-thiazol-4-yl)-urea; and  
1-[6-(1-Methyl-pyrrolidin-2-ylmethoxy)-pyridin-2-yl]-3-[2-(thiophene-2-sulfonylmethyl)-thiazol-4-yl]-urea;  
~~1-[2-(2-Methoxy-pyridin-4-yl)-thiazol-4-yl]-3-(6-piperidin-1-ylmethyl-pyridin-2-yl)-urea; and~~  
~~[2-(2-Chloro-pyridin-4-yl)-thiazol-4-yl]-3-(6-piperidin-1-ylmethyl-pyridin-2-yl)-urea;~~  
and pharmaceutically acceptable salts thereof.